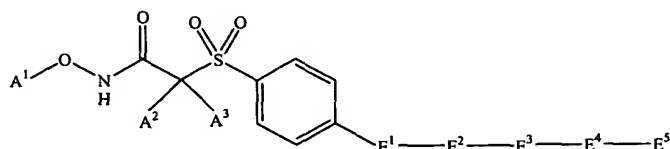


CLAIMS

We claim:

1. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 1-1:



(1-1); and

A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E¹ is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -S-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

E² forms a link of at least 2 carbon atoms between E¹ and E³; and

E³ is selected from the group consisting of -C(O)-, -O-(CO)-, -C(O)-O-, -C(NR³)-, -N(R⁴)-, -N(R⁴)-C(NR³)-, -C(NR³)-N(R⁴)-, -C(O)-N(R⁴)-, -N(R⁴)-C(O)-, -N(R⁴)-C(O)-N(R⁵)-, -S-, -S(O)-, -N(R⁴)-S(O)₂-, -S(O)₂-N(R⁴)-, -C(O)-N(R⁴)-N(R⁵)-C(O)-, -C(R⁴)(R⁶)-C(O)-, -C(R⁷)(R⁸)-; and

E⁴ is selected from the group consisting of a bond, alkyl, and alkenyl, wherein the alkyl or alkenyl optionally is substituted; and

E⁵ is selected from the group consisting of -H, -OH, alkyl, alkenyl, alkynyl, alkoxy, alkoxyalkyl, carbocyclyl, and heterocyclyl, wherein any member (except -H or, -OH) of such group optionally is substituted; and

R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

R³ is selected from the group consisting of -H and -OH; and

R⁴ and R⁵ are independently selected from the group consisting of -H, alkyl, carbocyclyl, carbocyclylalkyl, heterocyclyl, and heterocyclylalkyl, wherein any member (except -H) of such group optionally is substituted; and

R⁶ is selected from the group consisting of -CN and -OH; and

R⁷ is selected from the group consisting of -H, halogen, -OH, alkyl, alkoxy, and alkoxyalkyl, wherein the alkyl, alkoxy, or alkoxyalkyl optionally is substituted; and

R⁸ is selected from the group consisting of -OH and alkoxy, wherein the alkoxy optionally is substituted; and

neither R¹ nor R² forms a ring structure with E², E³, E⁴, or E⁵; and

neither R⁴ nor R⁵ forms a ring structure with E², E⁴, or E⁵; and

E⁵ is not -H when both E³ is -C(R⁷)(R⁸)- and E⁴ is a bond.

2. A compound or salt thereof according to claim 1, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxy carbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R⁹)(R¹⁰)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R⁹)(R¹⁰)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of C₂-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more substituents

independently selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, and C₂-C₂₀-alkenyl, wherein the C₁-C₂₀-alkyl or C₂-C₂₀-alkenyl optionally is substituted with
5 one or more substituents independently selected from the group consisting of:

halogen, and

carbocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₈-alkyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, carbocyclyl,
10 carbocyclyl-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, halocarbocyclyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl; and

E⁵ is selected from the group consisting of -H, -OH, C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, carbocyclyl, and heterocyclyl,
15 wherein:

the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, or C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN, and

20 the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₈-alkyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy, halogen-substituted
25 C₁-C₈-alkoxy-C₁-C₈-alkyl, halocarbocyclyl, halogen-substituted carbocyclyl-C₁-C₈-alkyl, C₁-C₈-alkylcarbocyclyl, halogen-substituted C₁-C₈-alkylcarbocyclyl, hydroxycarbocyclyl, and heterocyclyl ; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, and halo-C₁-C₈-alkyl; and

30 R⁴ and R⁵ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein

any member (except -H) of such group optionally is substituted with one or more halogen;
and

R⁷ is selected from the group consisting of -H, halogen, -OH, C₁-C₈-alkyl,
C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy, and
5 halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl; and

R⁸ is selected from the group consisting of -OH, C₁-C₈-alkoxy, and
halo-C₁-C₈-alkoxy; and

R⁹ and R¹⁰ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and
10 carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R¹¹ and R¹² are independently selected from the group consisting of -H,
C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and
heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is
substituted with one or more halogen; and

15 R¹³ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R¹⁴, -N(R¹⁴)(R¹⁵),
carbocyclyl-C₁-C₈-alkyl, heterocyclyl-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halogen-substituted
carbocyclyl-C₁-C₈-alkyl, and halogen-substituted heterocyclyl-C₁-C₈-alkyl; and

R¹⁴ and R¹⁵ are independently selected from the group consisting of -H,
C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and
20 heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is
substituted with one or more halogen; and

E⁵ is not -H when both E³ is -C(R⁷)(R⁸)- and E⁴ is a bond.

25 3. A compound or salt thereof according to claim 2, wherein A¹ is -H.

4. A compound or salt thereof according to claim 3, wherein:

E² is C₂-C₆-alkyl optionally substituted with one or more halogen; and

E⁴ is selected from the group consisting of a bond, C₁-C₃-alkyl, and C₂-C₃-alkenyl,
wherein any member (except the bond) of such group optionally is substituted with one or
30 more substituents independently selected from the group consisting of:
halogen, and

carbocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halocarbocyclyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl; and

E⁵ is selected from the group consisting of -H, -OH, C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, carbocyclyl, and heterocyclyl, wherein:

the C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy, or C₁-C₈-alkoxy-C₁-C₈-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN, and

the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halocarbocyclyl, halogen-substituted carbocyclyl-C₁-C₆-alkyl, C₁-C₆-alkylcarbocyclyl, halogen-substituted C₁-C₆-alkylcarbocyclyl, hydroxycarbocyclyl, and heteroaryl; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

R⁴ and R⁵ are independently selected from the group consisting of -H, C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

R⁷ is selected from the group consisting of -H, halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, and halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl; and

R⁸ is selected from the group consisting of -OH, C₁-C₆-alkoxy, and halo-C₁-C₆-alkoxy; and

R¹¹ and R¹² are independently selected from the group consisting of -H, C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and
5 heterocyclyl-C₁-C₆-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

R¹³ is selected from the group consisting of -H, C₁-C₆-alkyl, -O-R¹⁴, -N(R¹⁴)(R¹⁵), carbocyclyl-C₁-C₆-alkyl, and heterocyclyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halogen-substituted carbocyclyl-C₁-C₆-alkyl, and halogen-substituted
10 heterocyclyl-C₁-C₆-alkyl; and

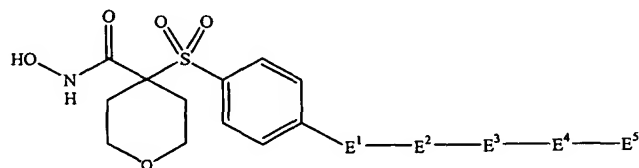
R¹⁴ and R¹⁵ are independently selected from the group consisting of -H, C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

15 E⁵ is not -H when both E³ is -C(R⁷)(R⁸)- and E⁴ is a bond.

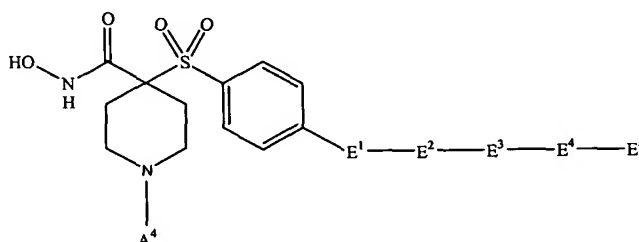
5. A compound or salt thereof according to claim 4, wherein A² and A³, together with the carbon atom to which they both are attached, form an optionally-substituted heterocyclyl containing either 5 or 6 ring members.

20

6. A compound or salt thereof according to claim 5, wherein:
the compound corresponds in structure to a formula selected from the group
consisting of:



(6-1) and



(6-2); and

A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl,
alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxy carbonyl, alkoxy carbonylalkyl,
10 alkoxy carbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl,
alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl,
alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl,
carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl,
carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl,
15 carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl,
carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl,
heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl,
heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl,
heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl,
20 heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl,
heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl,
aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl,
aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

7. A compound or salt thereof according to claim 6, wherein:

- A⁴ is selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkylcarbonyl, C₁-C₈-alkylcarbonyl-C₁-C₈-alkyl, C₁-C₈-alkylcarbonyl-C₁-C₈-alkylcarbonyl,
- 5 C₁-C₈-alkoxycarbonyl, C₁-C₈-alkoxycarbonyl-C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl-C₁-C₈-alkylcarbonyl, C₁-C₈-alkylsulfonyl, C₁-C₈-alkyliminocarbonyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy-C₁-C₈-alkyl, C₁-C₈-alkylthio-C₁-C₈-alkyl, C₁-C₈-alkylthio-C₂-C₈-alkenyl, C₁-C₈-alkylsulfoxido-C₁-C₈-alkyl, C₁-C₈-alkylsulfoxido-C₂-C₈-alkenyl,
- 10 C₁-C₈-alkylsulfonyl-C₁-C₈-alkyl, C₁-C₈-alkylsulfonyl-C₂-C₈-alkenyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthio-C₁-C₈-alkyl, carbocyclylthio-C₂-C₈-alkenyl, carbocyclylsulfoxido-C₁-C₈-alkyl, carbocyclylsulfoxido-C₂-C₈-alkenyl,
- 15 carbocyclylsulfonyl-C₁-C₈-alkyl, carbocyclylsulfonyl-C₂-C₈-alkenyl, heterocyclyl, heterocyclyl-C₁-C₈-alkyl, heterocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl, heterocyclylcarbonyl, heterocyclylthio-C₁-C₈-alkyl, heterocyclylsulfoxido-C₁-C₈-alkyl, heterocyclylsulfonyl-C₁-C₈-alkyl, heterocyclylthio-C₂-C₈-alkenyl, heterocyclylsulfoxido-C₂-C₈-alkenyl, heterocyclylsulfonyl-C₂-C₈-alkenyl,
- 20 heterocyclylsulfonyl, heterocyclyliminocarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl-C₁-C₈-alkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonyl-C₁-C₈-alkyl, N(R¹⁶)(R¹⁷)-C₁-C₈-alkylcarbonyl, N(R¹⁶)(R¹⁷)-carbonyl, N(R¹⁶)(R¹⁷)-carbonyl-C₁-C₈-alkylcarbonyl, N(R¹⁶)(R¹⁷)-sulfonyl, N(R¹⁶)(R¹⁷)-sulfonyl-C₁-C₈-alkyl, N(R¹⁶)(R¹⁷)-C₁-C₈-alkyl,
- 25 N(R¹⁶)(R¹⁷)-carbonyl-C₁-C₈-alkyl, and N(R¹⁶)(R¹⁷)-C₁-C₈-alkylsulfonyl, wherein:
any member (except -H) of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -CN, -C(O)-OH, -SH, -SO₃H, and NO₂; and
R¹⁶ and R¹⁷ are independently selected from the group consisting of -H, -OH,
- 30 C₁-C₈-alkyl, C₁-C₈-alkyl-carbonyl, C₁-C₈-alkoxy-C₁-C₈-alkyl, C₂-C₈-alkenyl,

C₂-C₈-alkynyl, C₁-C₈-alkyl-thio-C₁-C₈-alkyl, C₁-C₈-alkyl-sulfoxido-C₁-C₈-alkyl,
C₁-C₈-alkyl-sulfonyl-C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl,
carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl, carbocyclylthio-C₁-C₈-alkyl,
carbocyclylsulfoxido-C₁-C₈-alkyl, carbocyclylsulfonyl-C₁-C₈-alkyl, heterocyclyl,
5 heterocyclyl-C₁-C₈-alkyl, heterocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl, heterocyclylcarbonyl,
heterocyclylthio-C₁-C₈-alkyl, heterocyclylsulfoxido-C₁-C₈-alkyl,
heterocyclylsulfonyl-C₁-C₈-alkyl, aminocarbonyl-C₁-C₈-alkyl,
C₁-C₈-alkyloxycarbonylamino-C₁-C₈-alkyl, and amino-C₁-C₈-alkyl, wherein:
any member (except -H or OH) of such group optionally is substituted with
10 one or more substituents independently selected from the group consisting of
halogen, -OH, -CN, -C(O)-OH, -SH, -SO₃H, and NO₂, and
the nitrogen of the amino-C₁-C₈-alkyl optionally is substituted with 1 or 2
substituents independently selected from the group consisting of C₁-C₈-alkyl,
C₁-C₈-alkylcarbonyl, carbocyclyl, and carbocyclyl-C₁-C₈-alkyl, and
15 no greater than one of R¹⁶ or R¹⁷ is -OH.

8. A compound or salt thereof according to claim 7, wherein A⁴ is selected from
the group consisting of -H, C₁-C₆-alkyl, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl,
carbocyclyl-C₁-C₆-alkyl, C₁-C₆-alkylsulfonyl, C₃-C₆-alkenyl, C₃-C₆-alkynyl, wherein any
20 member (except -H) of such group optionally is substituted with halogen.

9. A compound or salt thereof according to claim 8, wherein A⁴ is selected from
the group consisting of -H, C₁-C₄-alkyl, C₁-C₂-alkoxy-C₁-C₃-alkyl, C₃-C₆-cycloalkyl,
C₃-C₆-cycloalkyl-C₁-C₃-alkyl, phenyl, phenyl-C₁-C₃-alkyl, C₁-C₂-alkylsulfonyl,
25 C₃-C₄-alkenyl, C₃-C₄-alkynyl, wherein any member (except -H) of such group optionally
is substituted with halogen.

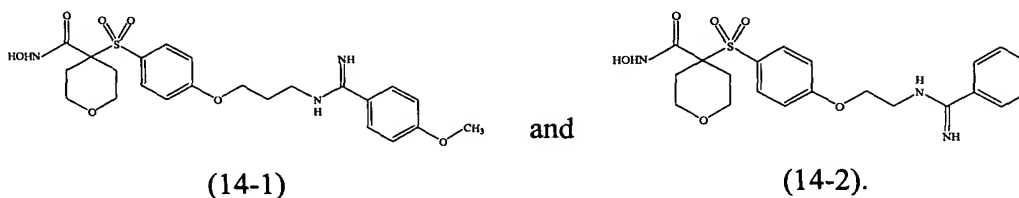
10. A compound or salt thereof according to claim 9, wherein A⁴ is selected from
the group consisting of -H, ethyl, methoxyethyl, cyclopropyl, cyclopropylmethyl, benzyl,
30 methylsulfonyl, C₃-alkenyl, and C₃-alkynyl, wherein any member (except -H) of such
group optionally is substituted with halogen.

11. A compound or salt thereof according to claim 10, wherein A⁴ is selected from the group consisting of -H, ethyl, methoxyethyl, cyclopropyl, cyclopropylmethyl, and benzyl, wherein any member (except -H) of such group optionally is substituted with
5 halogen.

12. A compound or salt thereof according to claim 7, wherein the salt comprises an acid selected from the group consisting of HCl and CF₃COOH.

10 13. A compound or salt thereof according to claim 7, wherein E³ is -N(R⁴)-C(NR³)-.

14. A compound or salt thereof according to claim 13, wherein the compound corresponds in structure to a formula selected from the group consisting of:



15

15. A compound or salt thereof according to claim 7, wherein E³ is -C(O)-.

16. A compound or salt thereof according to claim 15, wherein E⁵ is carbocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

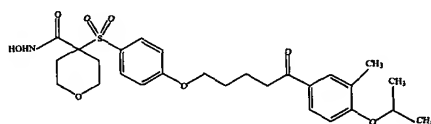
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17. A compound or salt thereof according to claim 16, wherein E⁵ is aryl optionally substituted with one or more substituents independently selected from the group consisting

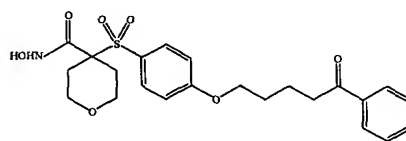
- of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

18. A compound or salt thereof according to claim 17, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

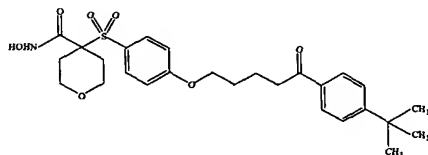
19. A compound or salt thereof according to claim 18, wherein the compound corresponds in structure to a formula selected from the group consisting of:



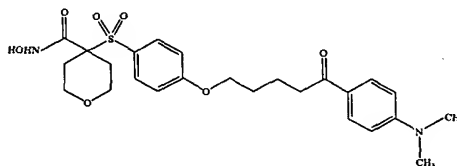
(19-1),



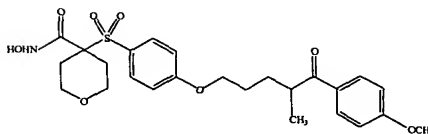
(19-2),



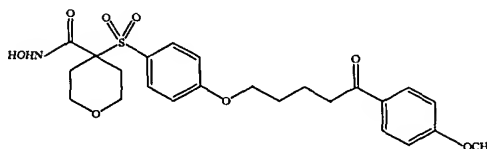
(19-3),



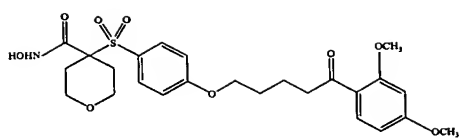
(19-4),



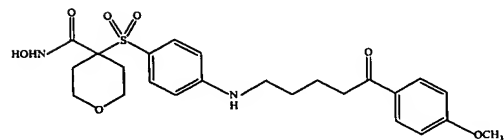
(19-5),



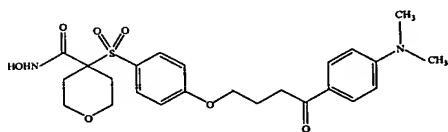
(19-6),



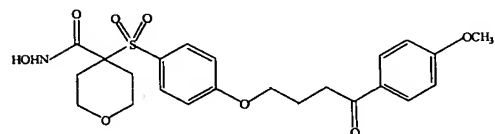
(19-7),



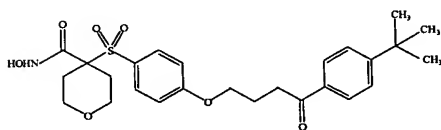
(19-8),



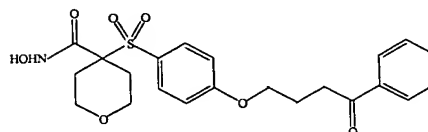
(19-9),



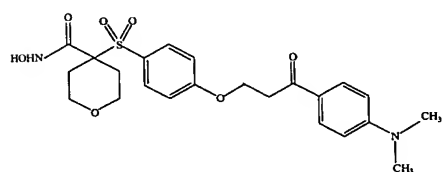
(19-10),



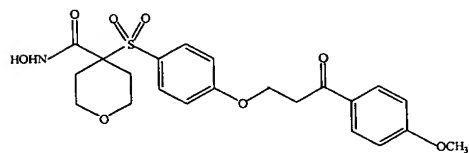
(19-11),



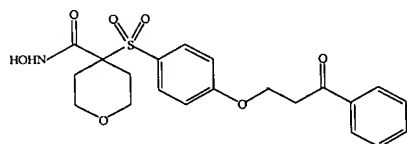
(19-12),



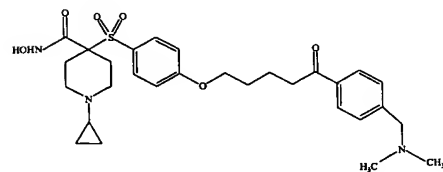
(19-13),



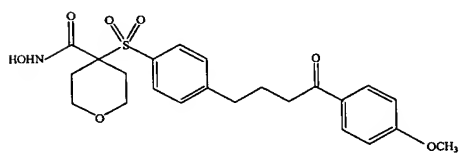
(19-14),



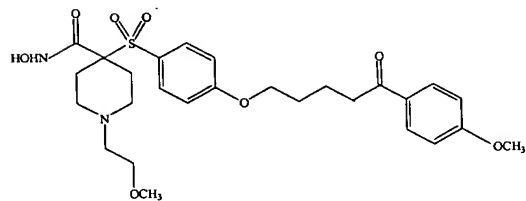
(19-15),



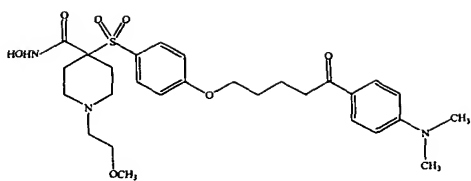
(19-16),



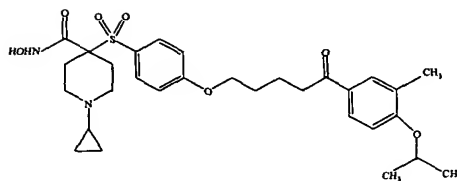
(19-17),



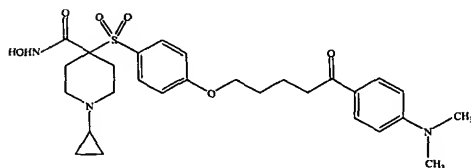
(19-18),



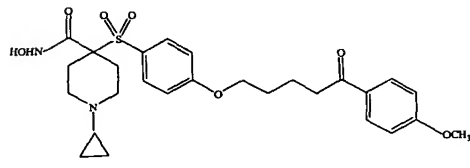
(19-19),



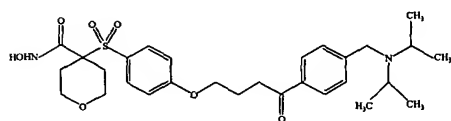
(19-20),



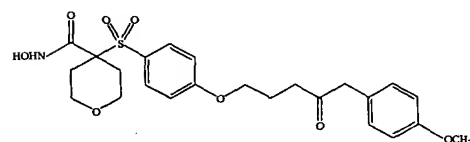
(19-21),



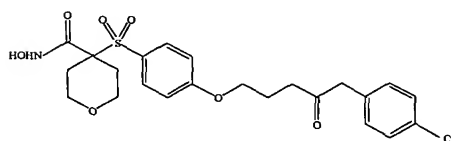
(19-22),



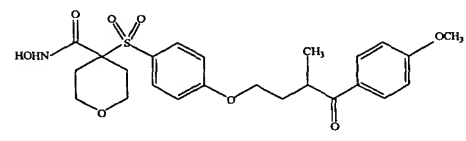
(19-23),



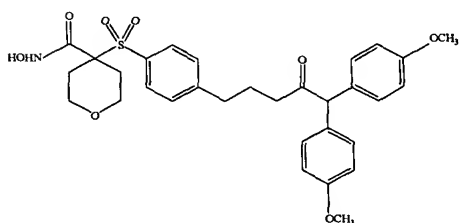
(19-24),



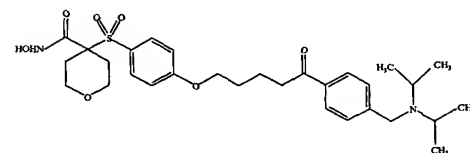
(19-25),



(19-26),



(19-27), and



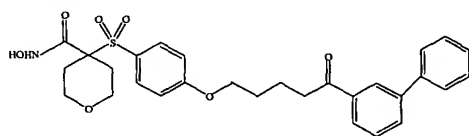
(19-28).

20. A compound or salt thereof according to claim 17, wherein E⁵ is phenyl which is:

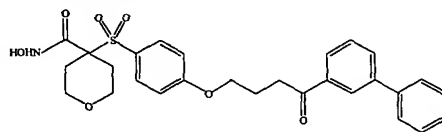
substituted with one or more substituents independently selected from the group consisting of aryl, haloaryl, aryl-C₁-C₆-alkyl, and halogen-substituted aryl-C₁-C₆-alkyl;
5 and

- optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
- 5 C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

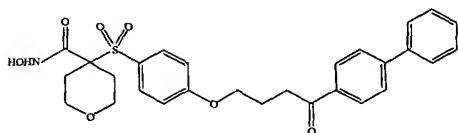
21. A compound or salt thereof according to claim 20, wherein the compound corresponds in structure to a formula selected from the group consisting of:



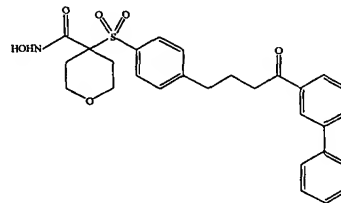
(21-1),



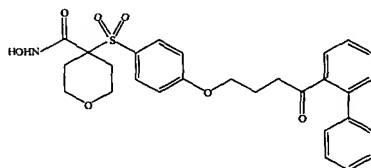
(21-2),



(21-3),



(21-4), and

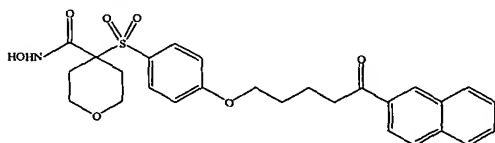


(21-5).

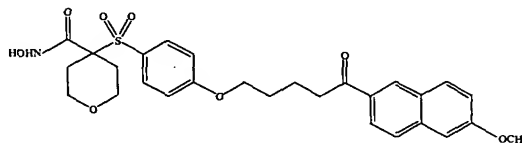
10

22. A compound or salt thereof according to claim 17, wherein E⁵ is naphthalenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl,
- 15 aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

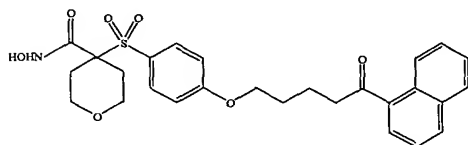
23. A compound or salt thereof according to claim 22, wherein the compound corresponds in structure to a formula selected from the group consisting of:



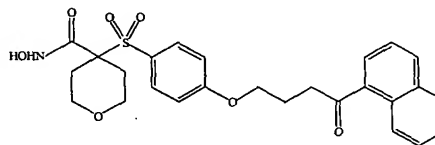
(23-1),



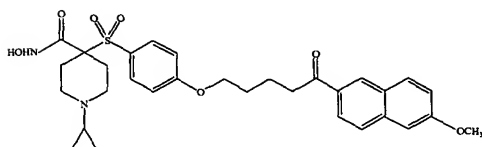
(23-2),



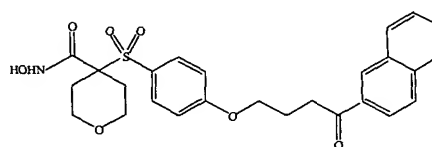
(23-3),



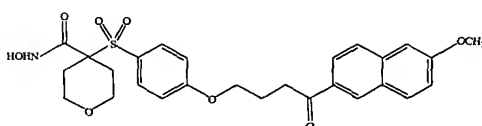
(23-4),



(23-5),



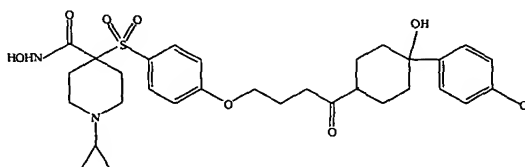
(23-6), and



(23-7).

- 5 24. A compound or salt thereof according to claim 16, wherein E⁵ is
C₅-C₆-cycloalkyl optionally substituted with one or more substituents independently
selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl,
C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹,
aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
10 C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl,
halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

25. A compound or salt thereof according to claim 24, wherein the compound corresponds in structure to the following formula:



(25-1).

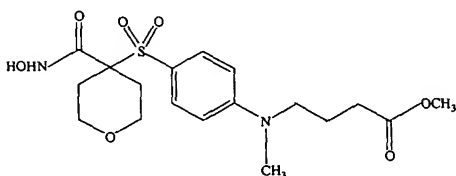
5

26. A compound or salt thereof according to claim 15, wherein E^5 is selected from the group consisting of -H, -OH, C_1 - C_6 -alkyl, C_2 - C_6 -alkenyl, C_2 - C_6 -alkynyl, C_1 - C_6 -alkoxy, and C_1 - C_6 -alkoxy- C_1 - C_6 -alkyl, wherein:

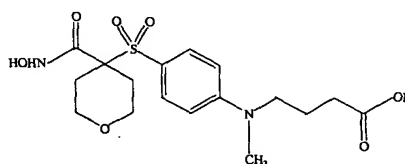
the C_1 - C_6 -alkyl, C_2 - C_6 -alkenyl, C_2 - C_6 -alkynyl, C_1 - C_6 -alkoxy, or C_1 - C_6 -alkoxy- C_1 - C_6 -alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and, -CN.

15

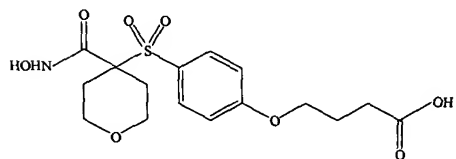
27. A compound or salt thereof according to claim 26, wherein the compound corresponds in structure to a formula selected from the group consisting of:



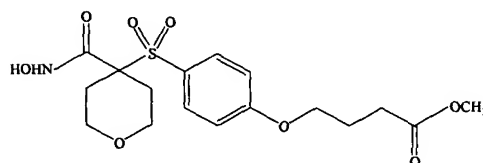
(27-1),



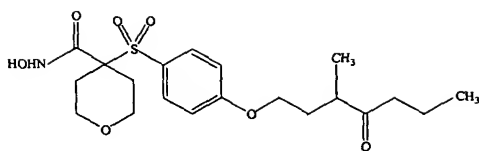
(27-2),



(27-3),

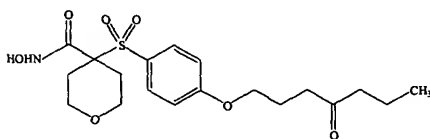


(27-4), and



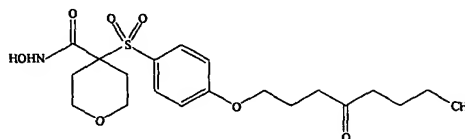
(27-5).

28. A compound or salt thereof according to claim 26, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(28-1)

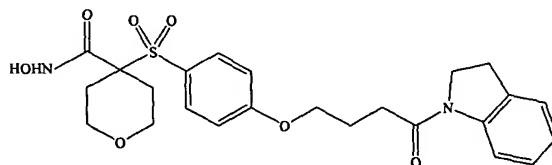
and



(28-2).

29. A compound or salt thereof according to claim 15, wherein E⁵ is heterocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

30. A compound or salt thereof according to claim 29, wherein the compound corresponds in structure to the following formula:



(30-1).

31. A compound or salt thereof according to claim 29, wherein E⁵ is selected from the group consisting of furanyl, tetrahydropyranyl, dihydrofuranyl, tetrahydrofuranyl, thiophenyl, dihydrothiophenyl, tetrahydrothiophenyl, pyrrolyl, isopyrrolyl, pyrrolinyl,

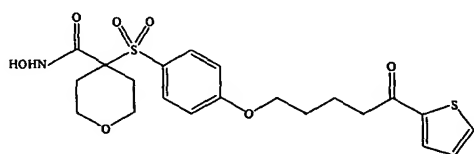
pyrrolidinyl, imidazolyl, isoimidazolyl, imidazolyl, imidazolidinyl, pyrazolyl,
pyrazolinyl, pyrazolidinyl, triazolyl, tetrazolyl, dithiolyl, oxathiolyl, oxazolyl, isoxazolyl,
oxazolidinyl, isoxazolidinyl, thiazolyl, isothiazolyl, thiazolinyl, isothiazolinyl,
thiazolidinyl, isothiazolidinyl, thiodiazolyl, oxathiazolyl, oxadiazolyl, oxatriazolyl,
5 dioxazolyl, oxathiazolyl, oxathiolyl, oxathiolanyl, pyranyl, dihydropyranyl, pyridinyl,
piperidinyl, diazinyl, piperazinyl, triazinyl, oxazinyl, isoxazinyl, oxathiazinyl, oxadiazinyl,
morpholinyl, azepinyl, oxepinyl, thiepinyl, diazepinyl, indolizinyl, pyrindinyl,
pyranopyrrolyl, 4H-quinolizinyl, purinyl, naphthyridinyl, pyridopyridinyl, pteridinyl,
indolyl, isoindolyl, indoleninyl, isoindazolyl, benzazinyl, phthalazinyl, quinoxalinyl,
10 quinazoliny, benzodiazinyl, benzopyranyl, benzothiopyranyl, benzoxazolyl, indoxazinyl,
anthranilyl, benzodioxolyl, benzodioxanyl, benzoxadiazolyl, benzofuranyl,
isobenzofuranyl, benzothienyl, isobenzothienyl, benzothiazolyl, benzothiadiazolyl,
benzimidazolyl, benzotriazolyl, benzoxazinyl, benzisoxazinyl, tetrahydroisoquinoliny,
carbazolyl, xanthenyl, and acridinyl, wherein:

15 any member of such group optionally is substituted with one or more
substituents independently selected from the group consisting of halogen, -OH,
-NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²),
-C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl,
halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl,
20 halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted
C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

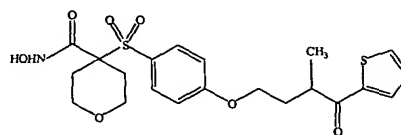
32. A compound or salt thereof according to claim 31, wherein E⁵ is thiophenyl
optionally substituted with one or more substituents independently selected from the group
25 consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl,
aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl,
halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

30

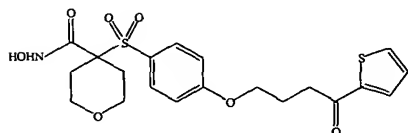
33. A compound or salt thereof according to claim 32, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(33-1),



(33-2), and



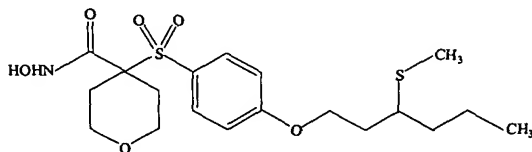
(33-3).

5 34. A compound or salt thereof according to claim 7, wherein E³ is -S-.

35. A compound or salt thereof according to claim 34, wherein E⁵ is selected from the group consisting of -H, -OH, C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy, and C₁-C₈-alkoxy-C₁-C₈-alkyl, wherein:

10 the C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy, or C₁-C₈-alkoxy-C₁-C₈-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN.

15 36. A compound or salt thereof according to claim 35, wherein the compound corresponds in structure to the following formula:

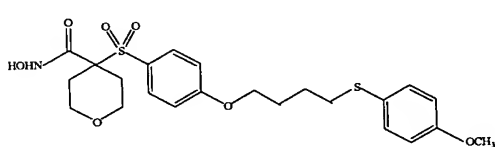


(36-1).

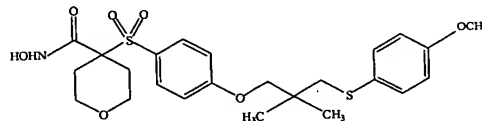
20 37. A compound or salt thereof according to claim 34, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group

consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, 5 halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

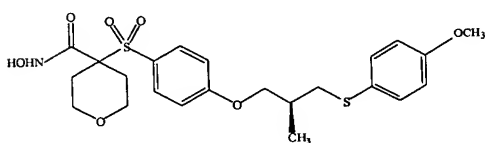
38. A compound or salt thereof according to claim 37, wherein the compound corresponds in structure to a formula selected from the group consisting of:



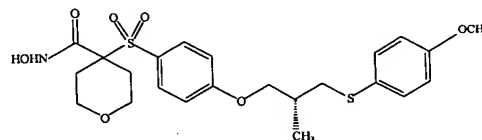
(38-1),



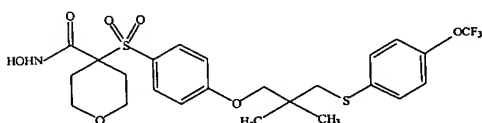
(38-2),



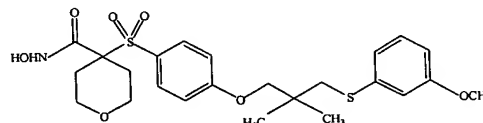
(38-3),



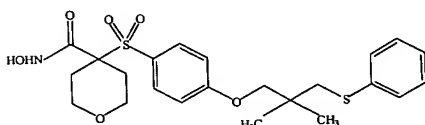
(38-4),



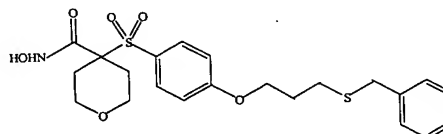
(38-5),



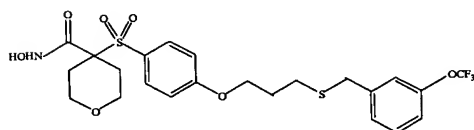
(38-6),



(38-7),



(38-8), and



(38-9).

39. A compound or salt thereof according to claim 34, wherein E⁵ is heterocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, 5 aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

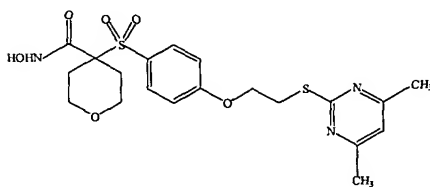
40. A compound or salt thereof according to claim 39, wherein E⁵ is selected from 10 the group consisting of furanyl, tetrahydropyranyl, dihydrofuranyl, tetrahydrofuranyl, thiophenyl, dihydrothiophenyl, tetrahydrothiophenyl, pyrrolyl, isopyrrolyl, pyrrolinyl, pyrrolidinyl, imidazolyl, isoimidazolyl, imidazoliny, imidazolidinyl, pyrazolyl, pyrazolinyl, pyrazolidinyl, triazolyl, tetrazolyl, dithiolyl, oxathiolyl, oxazolyl, isoxazolyl, oxazolidinyl, isoxazolidinyl, thiazolyl, isothiazolyl, thiazolinyl, isothiazolinyl, 15 thiazolidinyl, isothiazolidinyl, thiodiazolyl, oxathiazolyl, oxadiazolyl, oxatriazolyl, dioxazolyl, oxathiazolyl, oxathiolyl, oxathiolanyl, pyranyl, dihydropyranyl, pyridinyl, piperidinyl, diazinyl, piperazinyl, triazinyl, oxazinyl, isoxazinyl, oxathiazinyl, oxadiazinyl, morpholinyl, azepinyl, oxepinyl, thiepinyl, diazepinyl, indolizinyl, pyrindinyl, pyranopyrrolyl, 4H-quinolizinyl, purinyl, naphthyridinyl, pyridopyridinyl, pteridinyl, 20 indolyl, isoindolyl, indoleninyl, isoindazolyl, benzazinyl, phthalazinyl, quinoxalinyl, quinazolinyl, benzodiazinyl, benzopyranyl, benzothiopyranyl, benzoxazolyl, indoxazinyl, anthranilyl, benzodioxolyl, benzodioxanyl, benzoxadiazolyl, benzofuranyl, isobenzofuranyl, benzothienyl, isobenzothienyl, benzothiazolyl, benzothiadiazolyl, benzimidazolyl, benzotriazolyl, benzoxazinyl, benzisoxazinyl, tetrahydroisoquinolinyl, 25 carbazolyl, xanthenyl, and acridinyl, wherein:

any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, 30 halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl,

halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted
C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

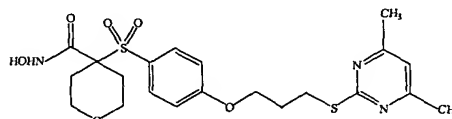
41. A compound or salt thereof according to claim 40, wherein E⁵ is pyrimidinyl
optionally is substituted with one or more substituents independently selected from the
group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl,
aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl,
halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

42. A compound or salt thereof according to claim 41, wherein the compound
corresponds in structure to a formula selected from the group consisting of:



(42-1)

and



(42-2).

43. A compound or salt thereof according to claim 39, wherein E⁵ is 2-fused-ring
heterocyclyl optionally substituted with one or more substituents independently selected
from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl,
aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl,
halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

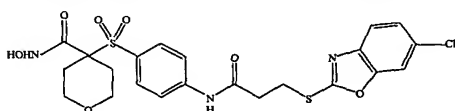
44. A compound or salt thereof according to claim 43, wherein E⁵ is selected from
the group consisting of indoliziny, pyridinyl, pyranopyrrolyl, 4H-quinoliziny, purinyl,
naphthyridinyl, pyridopyridinyl, pteridinyl, indolyl, isoindolyl, indoleninyl, isoindazolyl,
benzaziny, phthalaziny, quinoxaliny, quinazoliny, benzodiaziny, benzopyrany,

benzothiopyranyl, benzoxazolyl, indoxazinyl, anthranilyl, benzodioxolyl, benzodioxanyl, benzoxadiazolyl, benzofuranyl, isobenzofuranyl, benzothienyl, isobenzothienyl, benzothiazolyl, benzothiadiazolyl, benzimidazolyl, benzotriazolyl, benzoxazinyl, benzisoxazinyl, and tetrahydroisoquinolinyl, wherein:

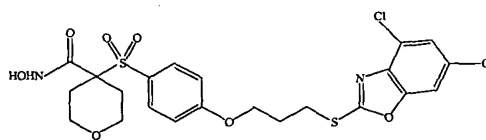
- 5 any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.
- 10

45. A compound or salt thereof according to claim 44, wherein E⁵ is selected from the group consisting of benzoxazolyl and benzothiazolyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.
- 15
- 20

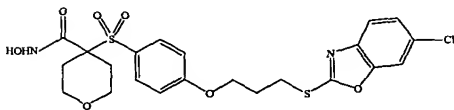
46. A compound or salt thereof according to claim 45, wherein the compound corresponds in structure to a formula selected from the group consisting of:



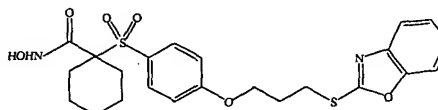
(46-1),



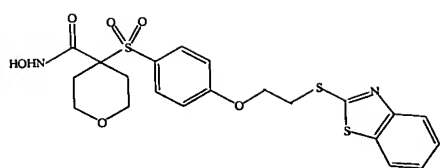
(46-2),



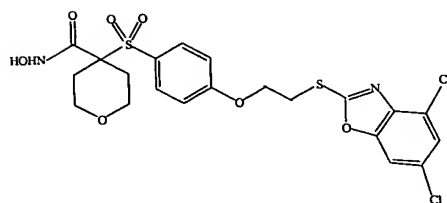
(46-3),



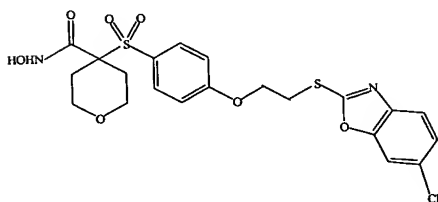
(46-4),



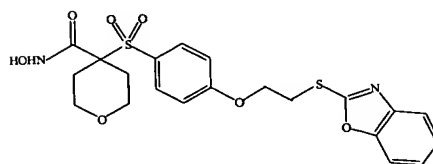
(46-5),



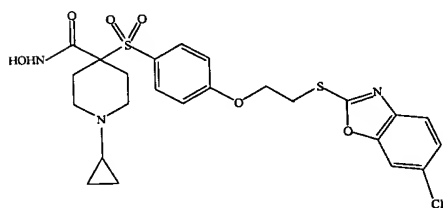
(46-6),



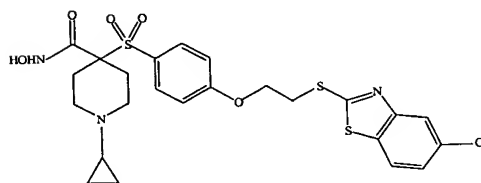
(46-7),



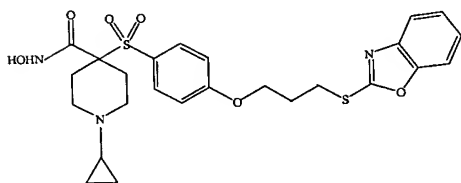
(46-8),



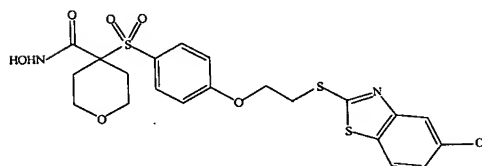
(46-9),



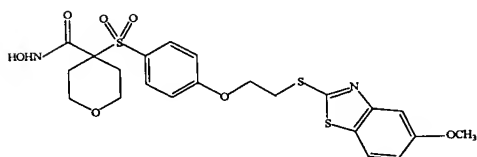
(46-10),



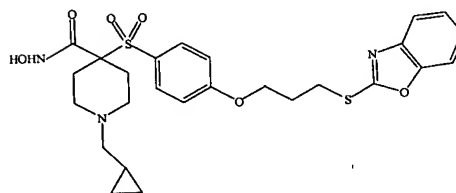
(46-11),



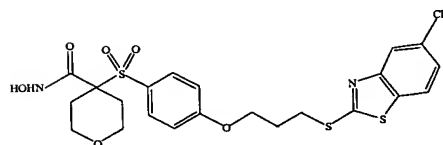
(46-12),



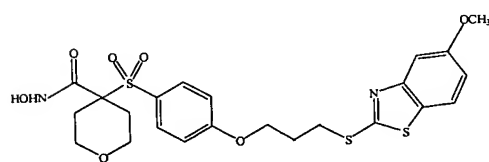
(46-13),



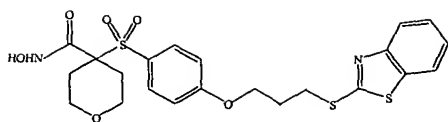
(46-14),



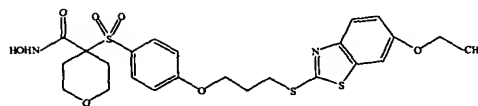
(46-15),



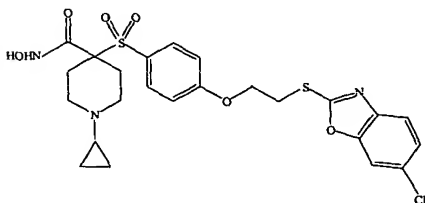
(46-16),



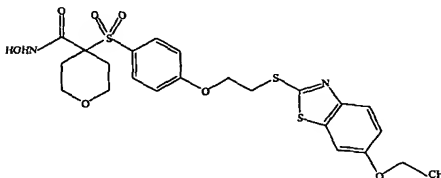
(46-17),



(46-18),

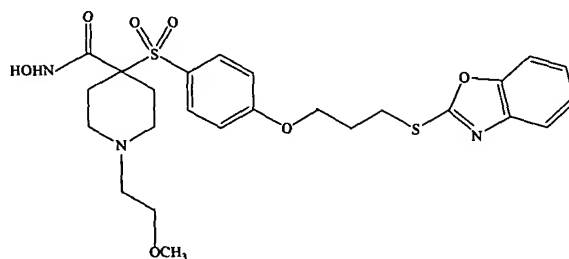


(46-19), and



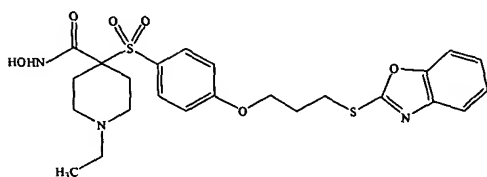
(46-20).

47. A compound or salt thereof according to claim 45, wherein the compound corresponds in structure to the following formula:

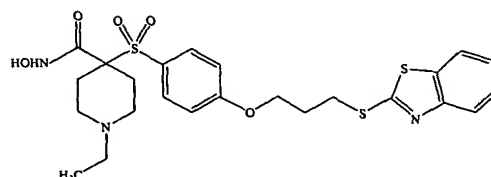


(47-1).

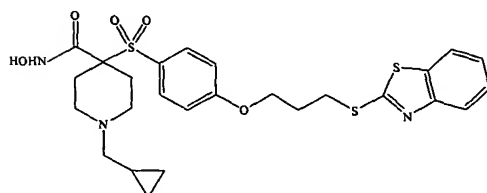
48. A compound or salt thereof according to claim 45, wherein the compound corresponds in structure to the following formula:



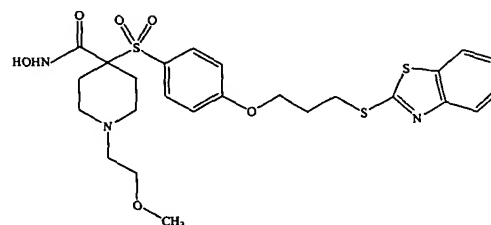
(48-1),



(48-2),



(48-3), and



(48-4).

49. A compound or salt thereof according to claim 7, wherein E³ is -N(R⁴)-C(O)-.

5

50. A compound or salt thereof according to claim 49, wherein E⁵ is carbocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

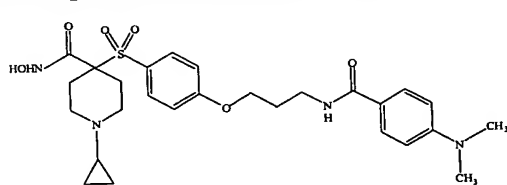
10

51. A compound or salt thereof according to claim 50, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

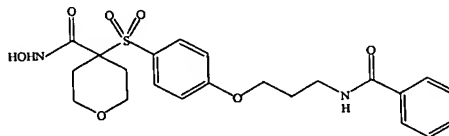
15

20

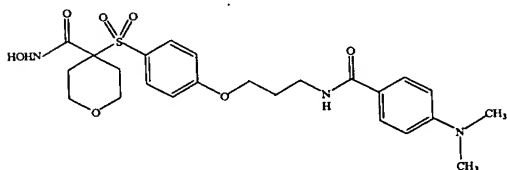
52. A compound or salt thereof according to claim 51, wherein the compound corresponds in structure to a formula selected from the group consisting of:



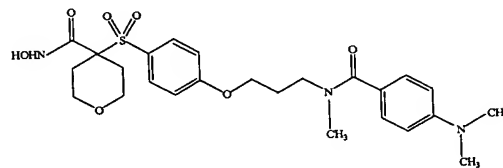
(52-1),



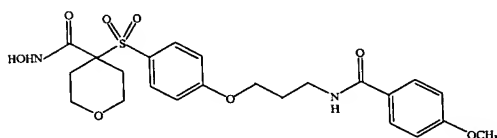
(52-2),



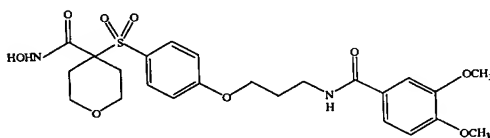
(52-3),



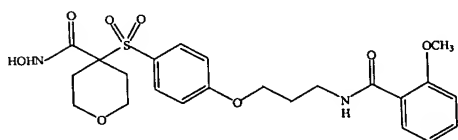
(52-4),



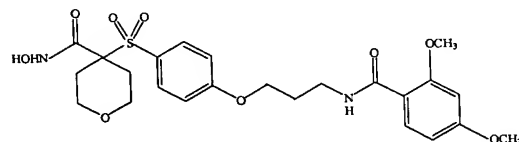
(52-5),



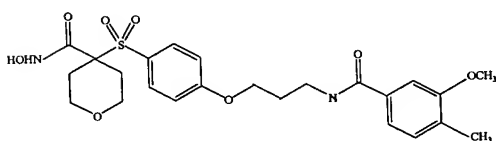
(52-6),



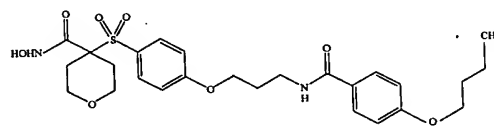
(52-7),



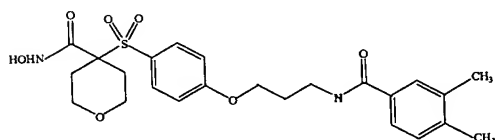
(52-8),



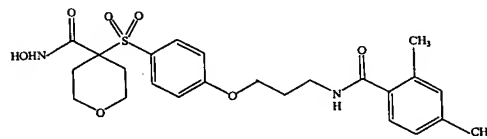
(52-9),



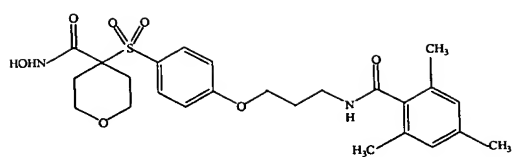
(52-10),



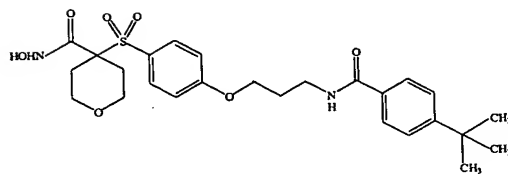
(52-11),



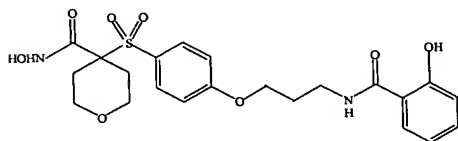
(52-12),



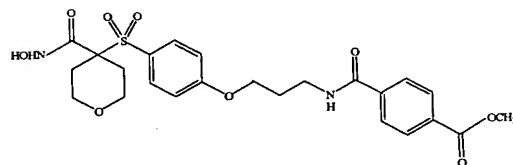
(52-13),



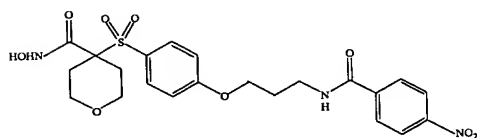
(52-14),



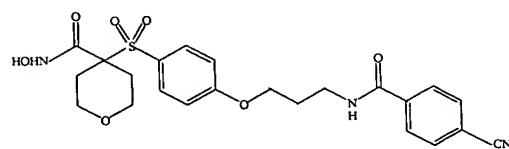
(52-15),



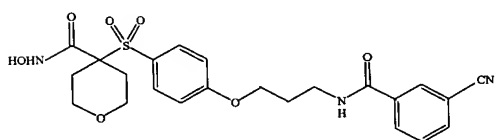
(52-16),



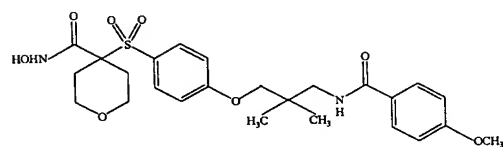
(52-17),



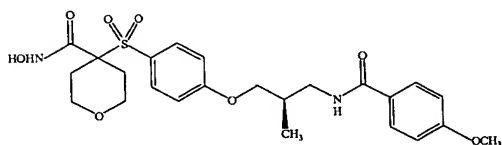
(52-18),



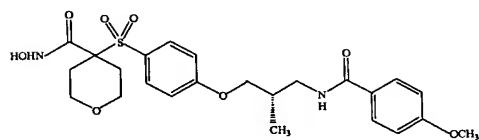
(52-19),



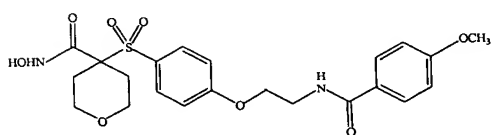
(52-20),



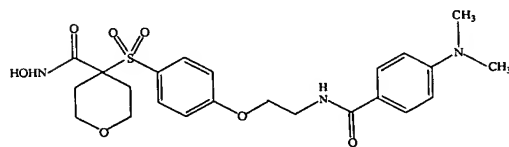
(52-21),



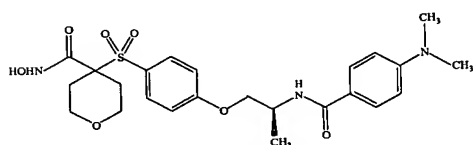
(52-22),



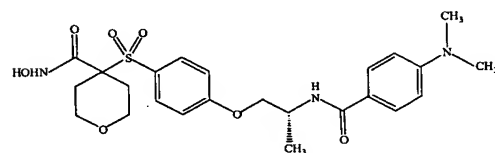
(52-23),



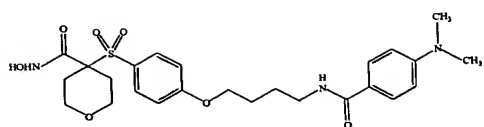
(52-24),



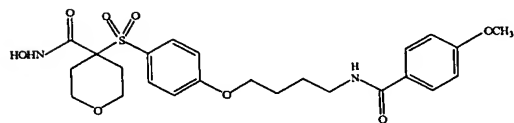
(52-25),



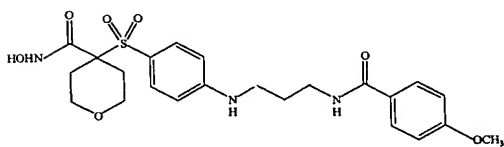
(52-26),



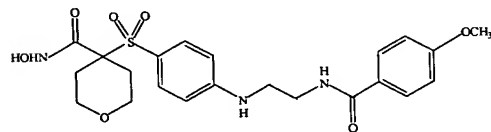
(52-27),



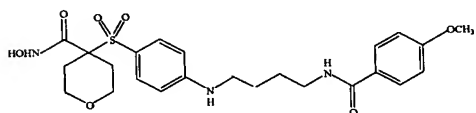
(52-28),



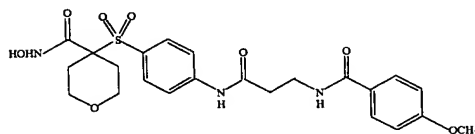
(52-29),



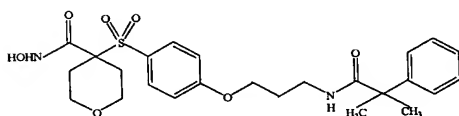
(52-30),



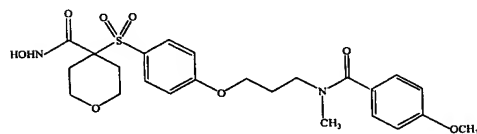
(52-31),



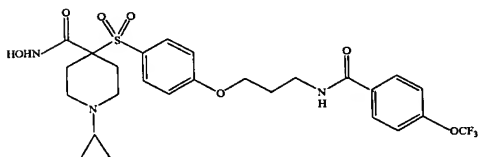
(52-32),



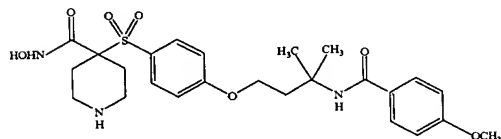
(52-33),



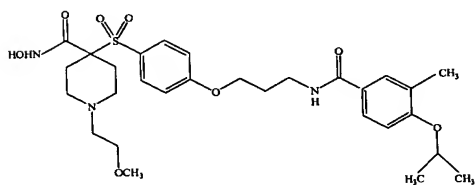
(52-34),



(52-35),

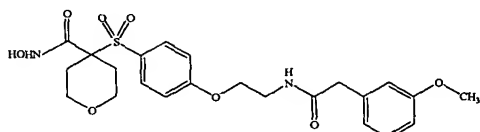


(52-36), and

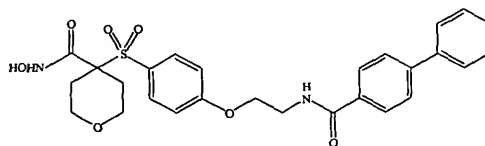


(52-37).

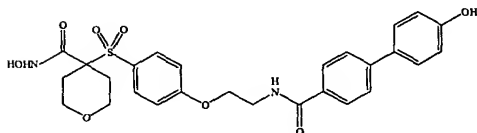
53. A compound or salt thereof according to claim 51, wherein the compound corresponds in structure to a formula selected from the group consisting of:



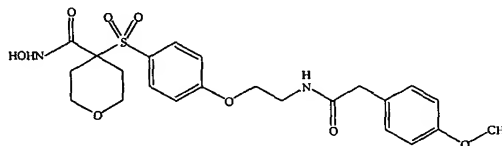
(53-1),



(53-2),

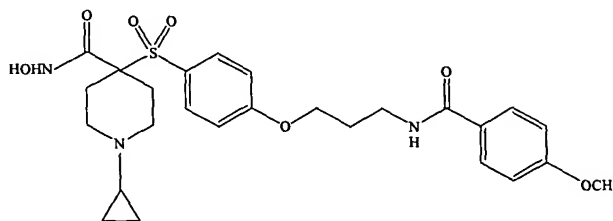


(53-3), and



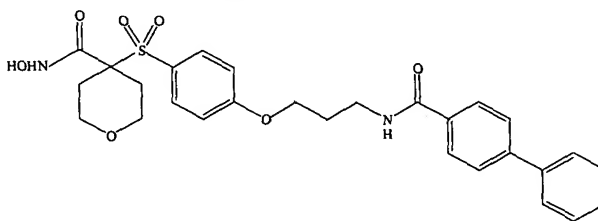
(53-4).

54. A compound or salt thereof according to claim 51, wherein the compound corresponds in structure to the following formula:



(54-1).

55. A compound or salt thereof according to claim 51, wherein the compound corresponds in structure to the following formula:

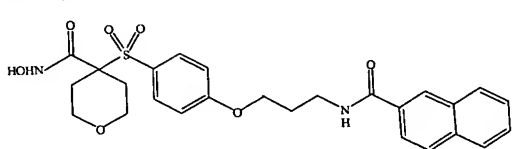


(55-1).

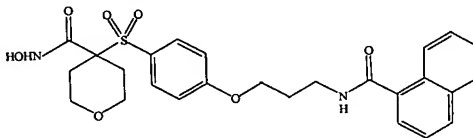
56. A compound or salt thereof according to claim 50, wherein E⁵ is naphthalenyl optionally substituted with one or more substituents independently selected from the group

- consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, 5 halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

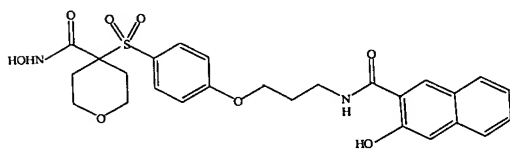
57. A compound or salt thereof according to claim 56, wherein the compound corresponds in structure to a formula selected from the group consisting of:



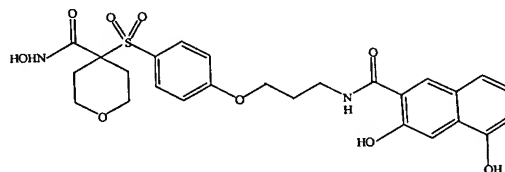
(57-1),



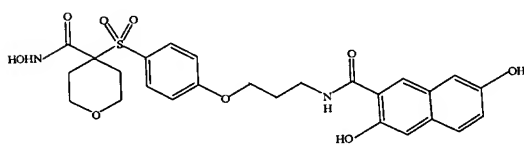
(57-2),



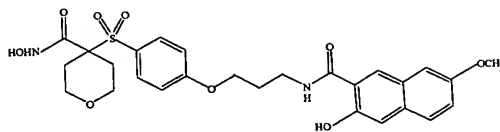
(57-3),



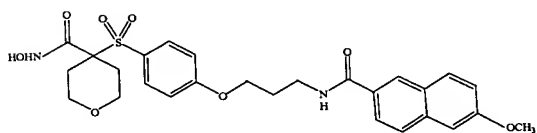
(57-4),



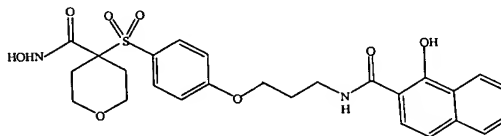
(57-5),



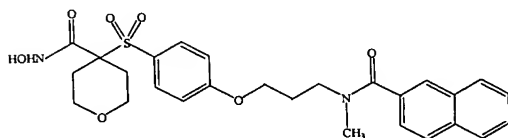
(57-6),



(57-7),



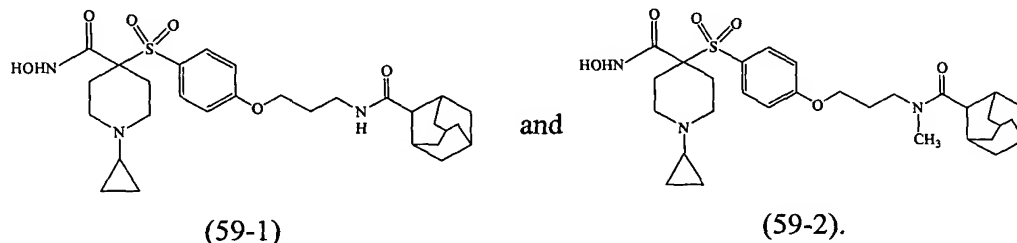
(57-8), and



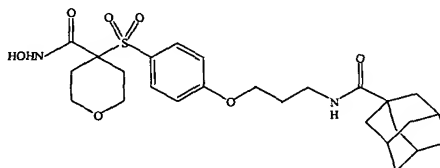
(57-9).

58. A compound or salt thereof according to claim 50, wherein E⁵ is cycloalkyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

59. A compound or salt thereof according to claim 58, wherein the compound corresponds in structure to a formula selected from the group consisting of:



60. A compound or salt thereof according to claim 58, wherein the compound corresponds in structure to the following formula:



(60-1).

61. A compound or salt thereof according to claim 58, wherein E⁵ is C₅-C₆-cycloalkyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

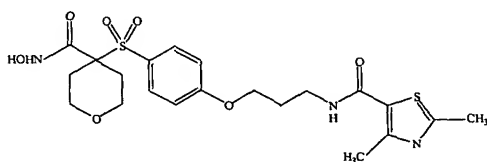
448

benzimidazolyl, benzotriazolyl, benzoxazinyl, benzisoxazinyl, tetrahydroisoquinolinyl, carbazolyl, xanthenyl, and acridinyl, wherein:

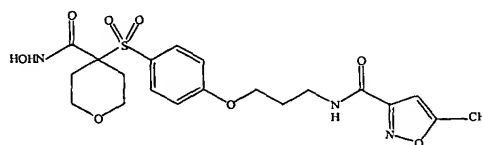
any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

65. A compound or salt thereof according to claim 64, wherein E⁵ is selected from the group consisting of pyridinyl, pyrrolyl, isopyrrolyl, oxazolyl, isoxazole, thiazolyl, furanyl, morpholinyl, tetrazolyl, imidazolyl, thienyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

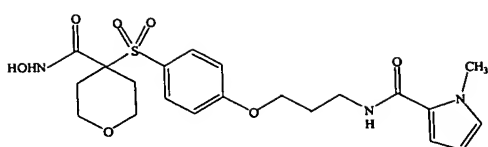
66. A compound or salt thereof according to claim 65, wherein the compound corresponds in structure to a formula selected from the group consisting of:



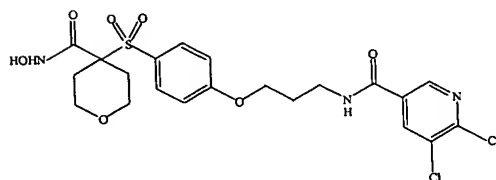
(66-1),



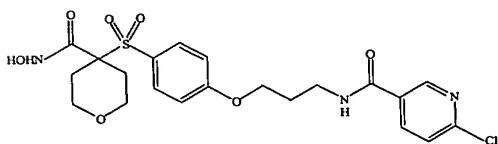
(66-2),



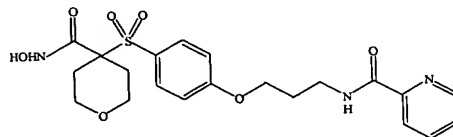
(66-3),



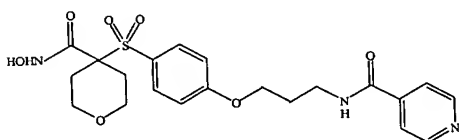
(66-4),



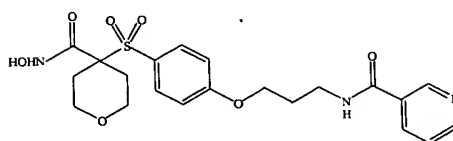
(66-5),



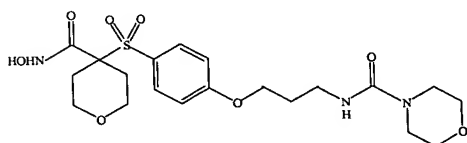
(66-6),



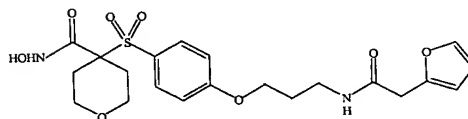
(66-7),



(66-8),

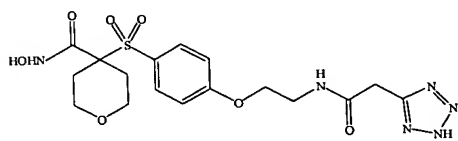


(66-9), and

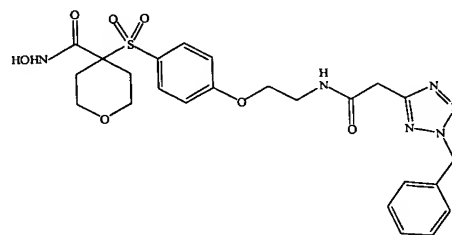


(66-10).

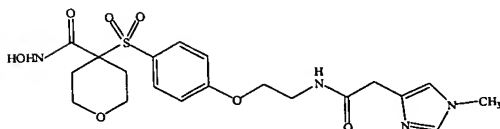
67. A compound or salt thereof according to claim 65, wherein the compound corresponds in structure to a formula selected from the group consisting of:



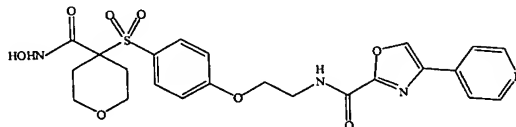
(67-1),



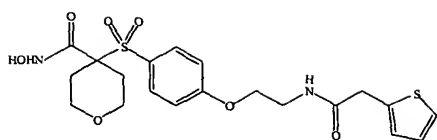
(67-2),



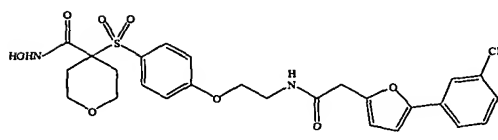
(67-3),



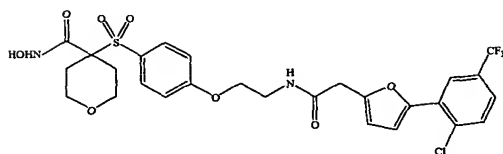
(67-4),



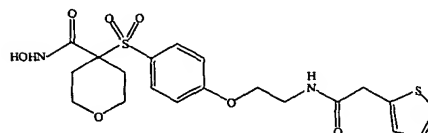
(67-5),



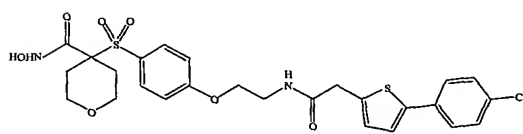
(67-6),



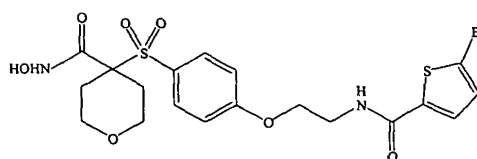
(67-7),



(67-8),



(67-9), and



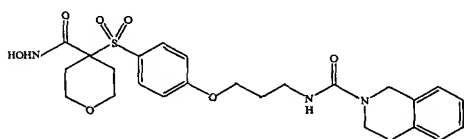
(67-10).

68. A compound or salt thereof according to claim 63, wherein E⁵ is 2-fused-ring heterocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.
69. A compound or salt thereof according to claim 68, wherein E⁵ is selected from the group consisting of indolizinyl, pyridinyl, pyranopyrrolyl, 4H-quinolizinyl, purinyl, naphthyridinyl, pyridopyridinyl, pteridinyl, indolyl, isoindolyl, indoleninyl, isoindazolyl, benzazinyl, phthalazinyl, quinoxalinyl, quinazolinyl, benzodiazinyl, benzopyranyl, benzothiopyranyl, benzoxazolyl, indoxazinyl, anthranilyl, benzodioxolyl, benzodioxanyl, benzoxadiazolyl, benzofuranyl, isobenzofuranyl, benzothienyl, isobenzothienyl, benzothiazolyl, benzothiadiazolyl, benzimidazolyl, benzotriazolyl, benzoxazinyl, benzisoxazinyl, and tetrahydroisoquinolinyl, wherein:

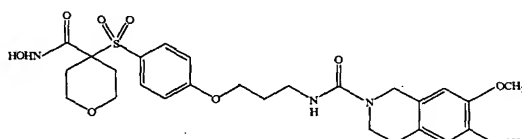
any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, hydroxyaryl, and heteroaryl.

70. A compound or salt thereof according to claim 69, wherein E⁵ is selected from the group consisting of benzaziny, benzofuranyl, tetrahydroisoquinoliny, indolyl, benzoxazolyl, benzothienyl, and benzothiazolyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

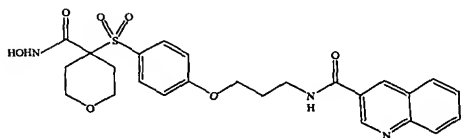
71. A compound or salt thereof according to claim 70, wherein the compound corresponds in structure to a formula selected from the group consisting of:



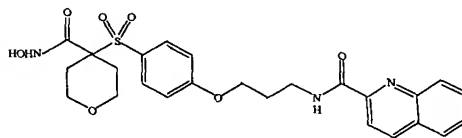
(71-1),



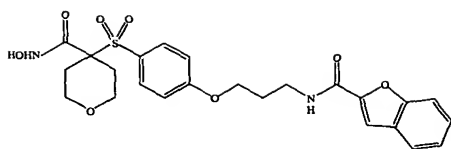
(71-2),



(71-3),

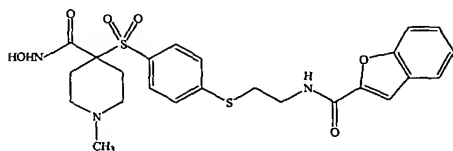


(71-4), and

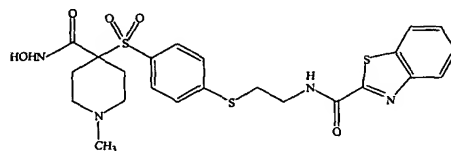


(71-5).

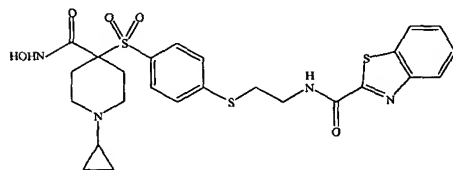
72. A compound or salt thereof according to claim 70, wherein the compound corresponds in structure to a formula selected from the group consisting of:



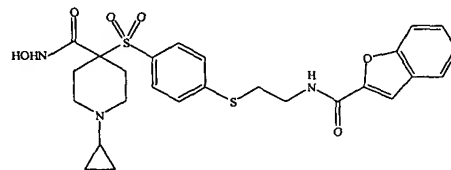
(72-1),



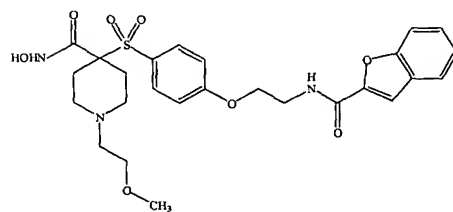
(72-2),



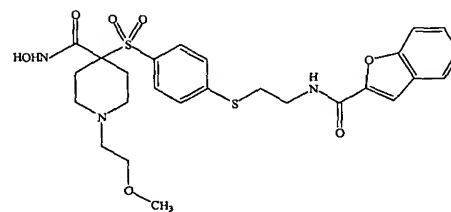
(72-3),



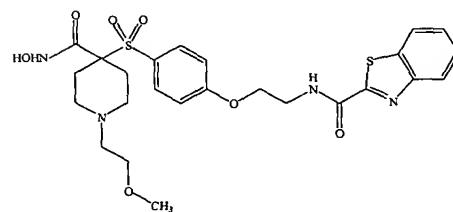
(72-4),



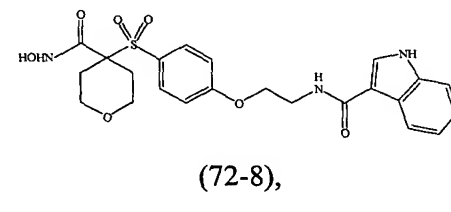
(72-5),



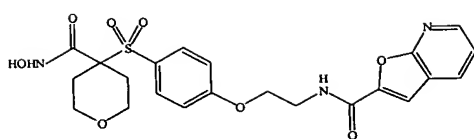
(72-6),



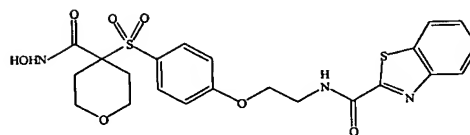
(72-7),



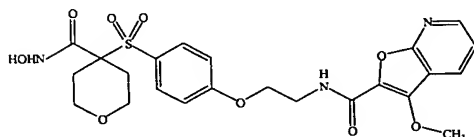
(72-8),



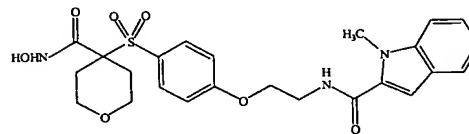
(72-9),



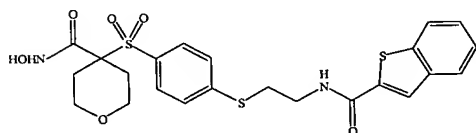
(72-10),



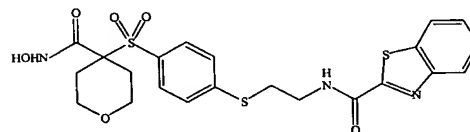
(72-11),



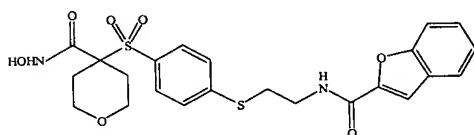
(72-12),



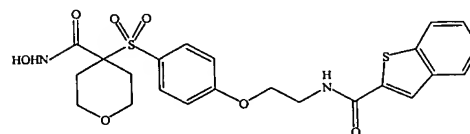
(72-13),



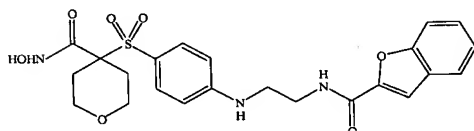
(72-14),



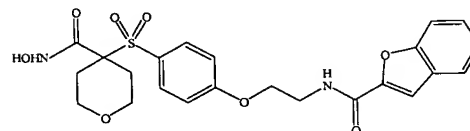
(72-15),



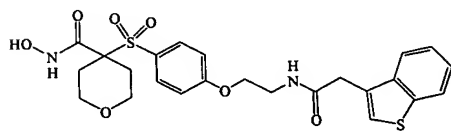
(72-16),



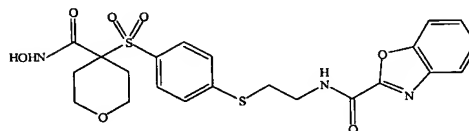
(72-17),



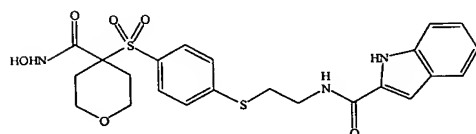
(72-18),



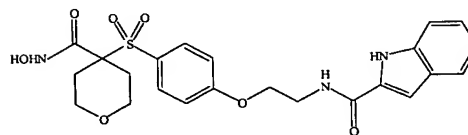
(72-19),



(72-20),



(72-21), and

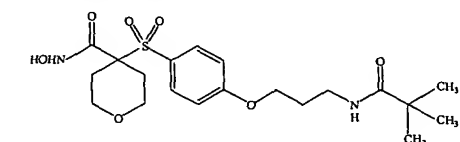


(72-22).

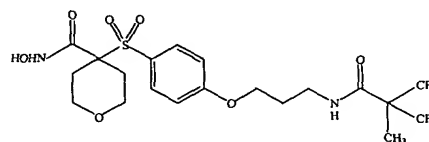
73. A compound or salt thereof according to claim 49, wherein E⁵ is selected from the group consisting of -OH, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, or

C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein any member (except -OH) of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN.

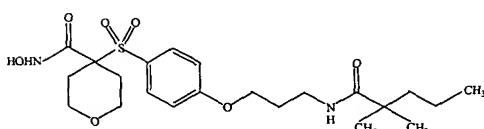
- 5 74. A compound or salt thereof according to claim 73, wherein the compound corresponds in structure to a formula selected from the group consisting of:



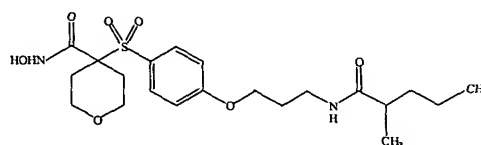
(74-1),



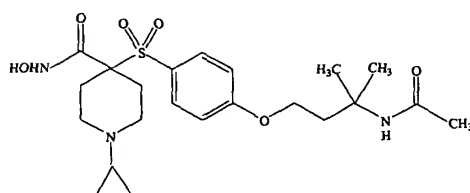
(74-2),



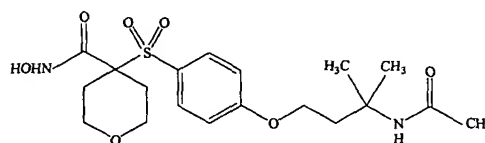
(74-3),



(74-4),



(74-5), and

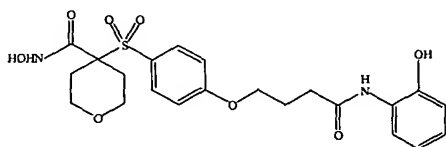


(74-6).

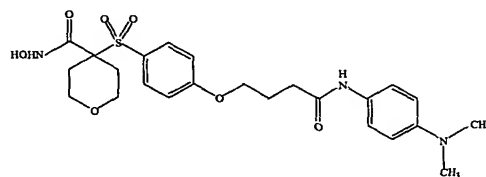
75. A compound or salt thereof according to claim 7, wherein E³ is -C(O)-N(R⁴)-.

- 10 76. A compound or salt thereof according to claim 75, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
- 15 C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

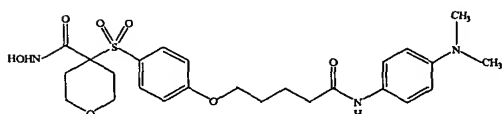
77. A compound or salt thereof according to claim 76, wherein the compound corresponds in structure to a formula selected from the group consisting of:



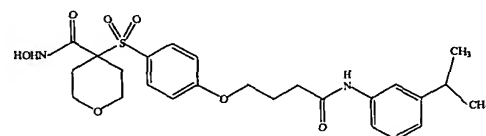
(77-1),



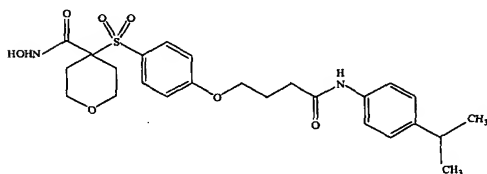
(77-2),



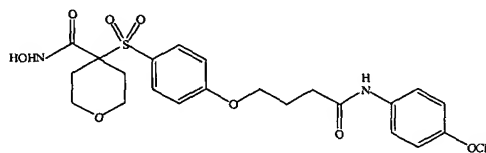
(77-3),



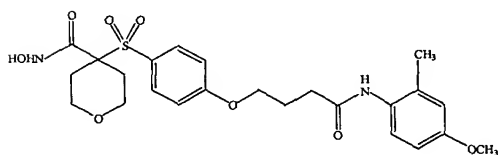
(77-4),



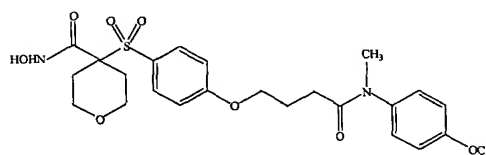
(77-5),



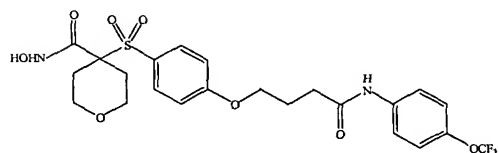
(77-6),



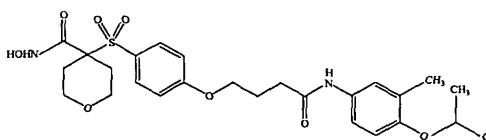
(77-7),



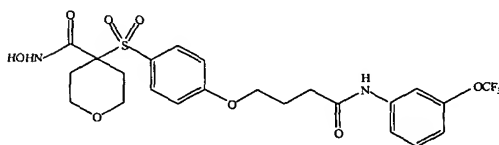
(77-8),



(77-9),

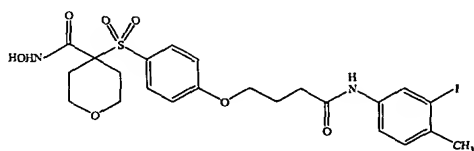


(77-10), and

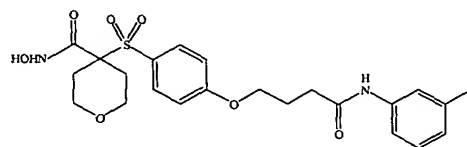


(77-11).

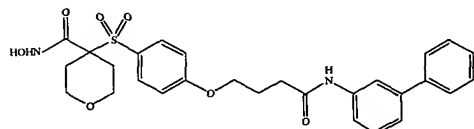
78. A compound or salt thereof according to claim 76, wherein the compound corresponds in structure to a formula selected from the group consisting of:



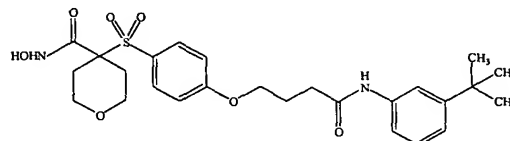
(78-1),



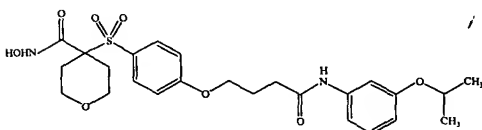
(78-2),



(78-3),



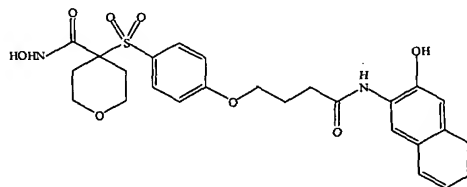
(78-4), and



(78-5).

79. A compound or salt thereof according to claim 75, wherein E⁵ is naphthalenyl
optionally substituted with one or more substituents independently selected from the group
consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl,
aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl,
halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

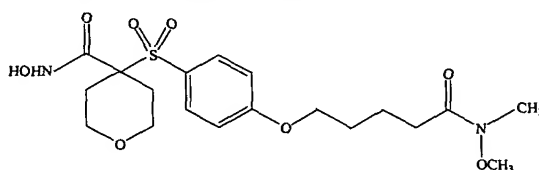
80. A compound or salt thereof according to claim 79, wherein the compound corresponds in structure to the following formula:



(80-1).

81. A compound or salt thereof according to claim 75, wherein E⁵ is selected from the group consisting of -OH, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, or C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein any member (except -OH) of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN.

82. A compound or salt thereof according to claim 81, wherein the compound corresponds in structure to the following formula:



(82-1).

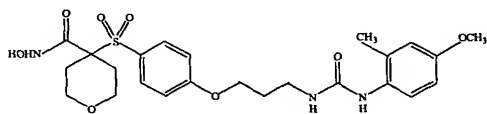
83. A compound or salt thereof according to claim 7, wherein E³ is -N(R⁴)-C(O)-N(R⁵)-.

15

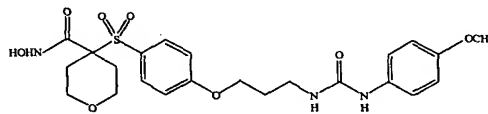
84. A compound or salt thereof according to claim 83, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

20

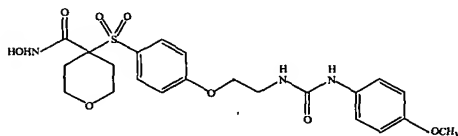
85. A compound or salt thereof according to claim 84, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(85-1),



(85-2), and

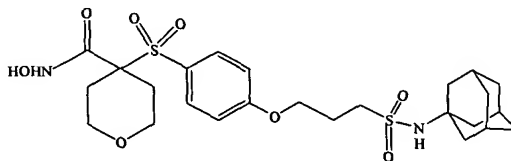


(85-3).

86. A compound or salt thereof according to claim 7, wherein E^3 is $-S(O)_2-N(R^4)-$.

5

87. A compound or salt thereof according to claim 86, wherein the compound corresponds in structure to the following formula:



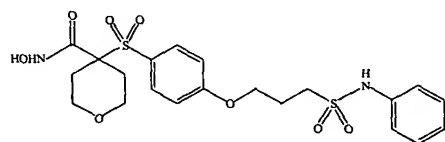
(87-3).

10

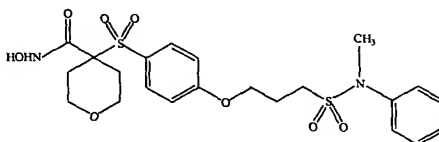
88. A compound or salt thereof according to claim 86, wherein E^5 is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, $-OH$, $-NO_2$, $-CN$, C_1-C_6 -alkyl, C_1-C_6 -alkoxy, C_1-C_6 -alkoxy- C_1-C_6 -alkyl, $-N(R^{11})(R^{12})$, $-C(O)(R^{13})$, $-S-R^{11}$, $-S(O)_2-R^{11}$, aryl, aryl- C_1-C_6 -alkyl, halo- C_1-C_6 -alkyl, halo- C_1-C_6 -alkoxy, halogen-substituted C_1-C_6 -alkoxy- C_1-C_6 -alkyl, haloaryl, halogen-substituted aryl- C_1-C_6 -alkyl, C_1-C_6 -alkylaryl, halogen-substituted C_1-C_6 -alkylaryl, hydroxyaryl, and heteroaryl.

15

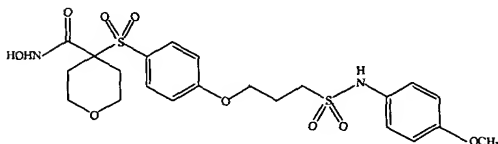
89. A compound or salt thereof according to claim 88, wherein the compound corresponds in structure to a formula selected from the group consisting of:



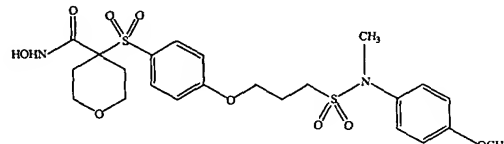
(89-1),



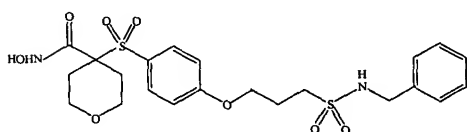
(89-2),



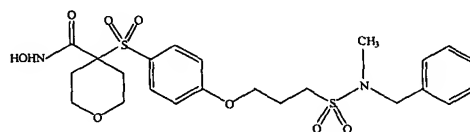
(89-3),



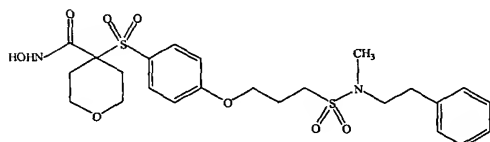
(89-4),



(89-5),



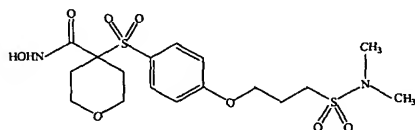
(89-6), and



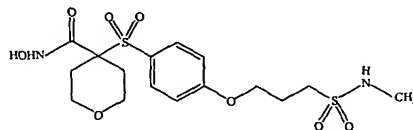
(89-7).

90. A compound or salt thereof according to claim 86, wherein E⁵ is selected from the group consisting of -H, -OH, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, or C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein any member (except -H or -OH) of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN.

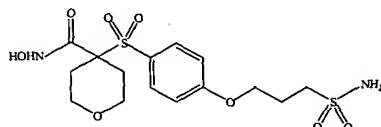
91. A compound or salt thereof according to claim 90, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(91-1),



(91-2), and



(91-3).

92. A compound or salt thereof according to claim 7, wherein E³ is -N(R⁴)-S(O)₂-.

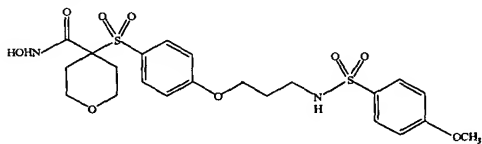
5

93. A compound or salt thereof according to claim 92, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

10

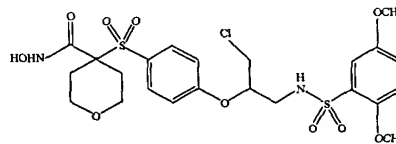
94. A compound or salt thereof according to claim 93, wherein the compound corresponds in structure to a formula selected from the group consisting of:

15



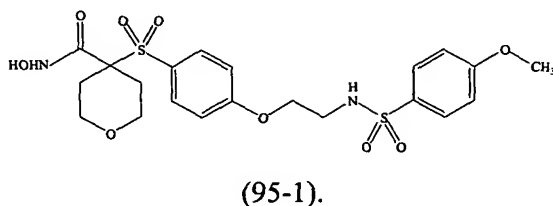
(94-1)

and



(94-2).

95. A compound or salt thereof according to claim 93, wherein the compound corresponds in structure to the following formula:



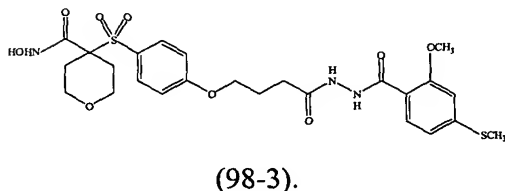
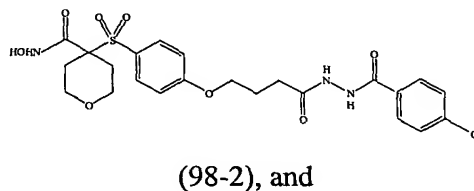
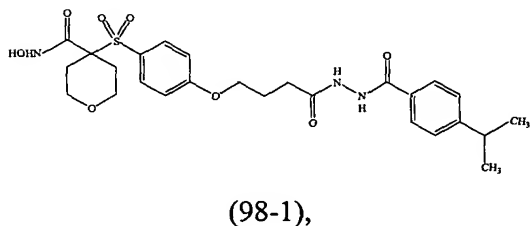
5

96. A compound or salt thereof according to claim 7, wherein E³ is -C(O)-N(R⁴)-N(R⁵)-C(O)-.

97. A compound or salt thereof according to claim 96, wherein E⁵ is phenyl
optionally substituted with one or more substituents independently selected from the group
consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl,
aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl,
halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

15

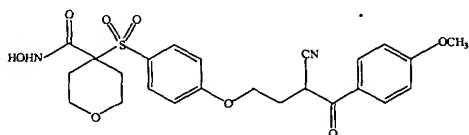
98. A compound or salt thereof according to claim 97, wherein the compound corresponds in structure to a formula selected from the group consisting of:



99. A compound or salt thereof according to claim 7, wherein E³ is
-C(R⁴)(R⁶)-C(O)-.

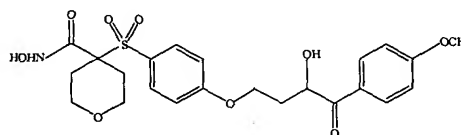
100. A compound or salt thereof according to claim 99, wherein E⁵ is phenyl
optionally substituted with one or more substituents independently selected from the group
consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl,
aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl,
halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

101. A compound or salt thereof according to claim 100, wherein the compound
corresponds in structure to a formula selected from the group consisting of:



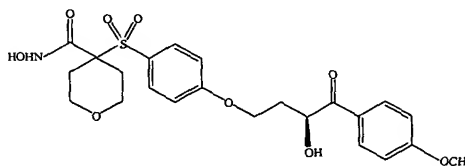
(101-1)

and



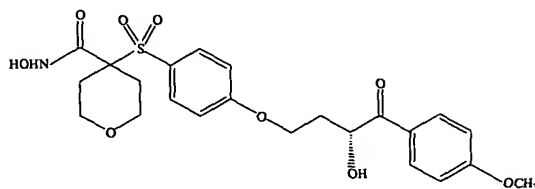
(101-2).

102. A compound or salt thereof according to claim 100, wherein the compound
corresponds in structure to the following formula:



(102-1).

103. A compound or salt thereof according to claim 100, wherein the compound corresponds in structure to the following formula:



(103-1).

5

104. A compound or salt thereof according to claim 7, wherein E³ is -O-C(O)-.

105. A compound or salt thereof according to claim 104, wherein E⁵ is heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

15

106. A compound or salt thereof according to claim 105, wherein E⁵ is 2-fused-ring heterocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

20

107. A compound or salt thereof according to claim 106, wherein E⁵ is selected from the group consisting of indoliziny, pyridinyl, pyranopyrrolyl, 4H-quinoliziny, purinyl, naphthyridinyl, pyridopyridinyl, pteridinyl, indolyl, isoindolyl, indoleninyl, isoindazolyl, benzazinyl, phthalazinyl, quinoxalinyl, quinazolinyl, benzodiazinyl,

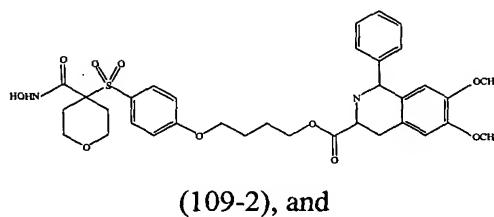
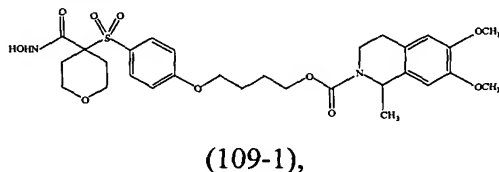
25

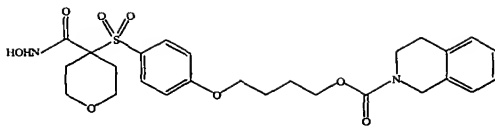
benzopyranyl, benzothiopyranyl, benzoxazolyl, indoxazinyl, anthranilyl, benzodioxolyl, benzodioxanyl, benzoxadiazolyl, benzofuranyl, isobenzofuranyl, benzothienyl, isobenzothienyl, benzothiazolyl, benzothiadiazolyl, benzimidazolyl, benzotriazolyl, benzoxazinyl, benzisoxazinyl, and tetrahydroisoquinolinyl, wherein:

- 5 any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.
- 10

108. A compound or salt thereof according to claim 107, wherein E⁵ is tetrahydroisoquinolinyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.
- 15
- 20

109. A compound or salt thereof according to claim 108, wherein the compound corresponds in structure to a formula selected from the group consisting of:





(109-3).

110. A compound or salt thereof according to claim 7, wherein E³ is -N(R⁴)-.

111. A compound or salt thereof according to claim 110, wherein E⁵ is
5 heterocyclyl optionally is substituted with one or more substituents independently selected
from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl,
aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl,
10 halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

112. A compound or salt thereof according to claim 111, wherein E⁵ is 2-fused-ring heterocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

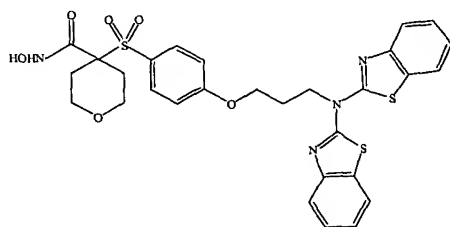
113. A compound or salt thereof according to claim 112, wherein E⁵ is selected from the group consisting of indoliziny, pyridiny, pyranopyrroly, 4H-quinoliziny, puriny, naphthyridiny, pyridopyridiny, pteridiny, indoly, isoindoly, indoleniny, isoindazolyl, benzaziny, phthalaziny, quinoxaliny, quinazoliny, benzodiaziny, benzopyrany, benzothiopyrany, benzoxazolyl, indoxaziny, anthranily, benzodioxolyl, benzodioxany, benzoxadiazolyl, benzofurany, isobenzofurany, benzothiényl,

isobenzothienyl, benzothiazolyl, benzothiadiazolyl, benzimidazolyl, benzotriazolyl, benzoxazinyl, benzisoxazinyl, and tetrahydroisoquinolinyl, wherein:

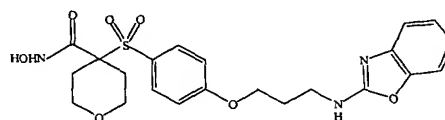
any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

114. A compound or salt thereof according to claim 113, wherein E⁵ is selected from the group consisting of benzoxazolyl, benzothiazolyl, and benzimidazolyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

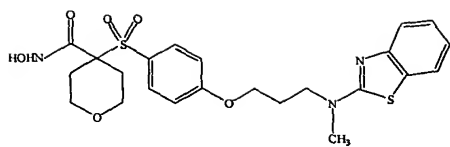
115. A compound or salt thereof according to claim 114, wherein the compound corresponds in structure to a formula selected from the group consisting of:



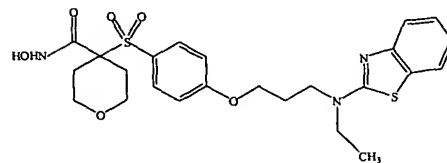
(115-1),



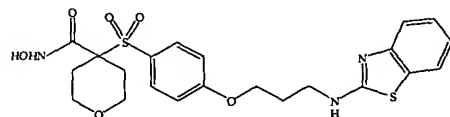
(115-2),



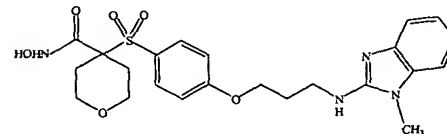
(115-3),



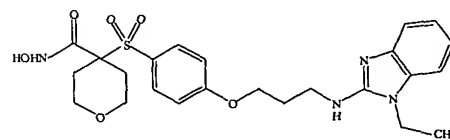
(115-4),



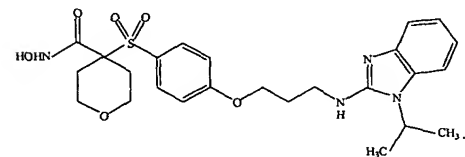
(115-5),



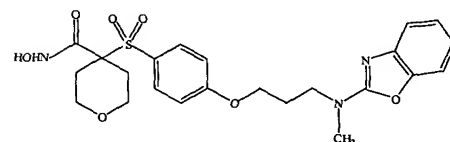
(115-6),



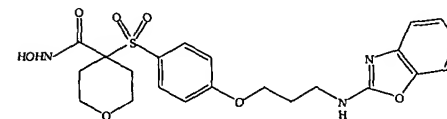
(115-7),



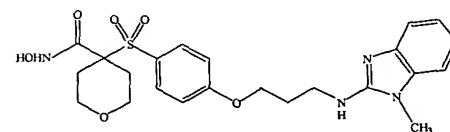
(115-8),



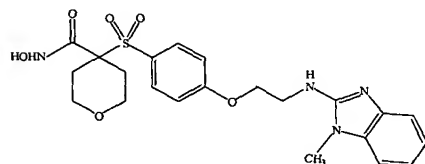
(115-9),



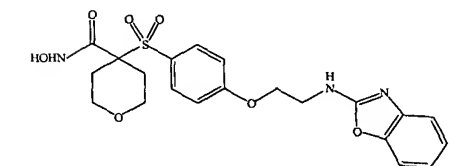
(115-10),



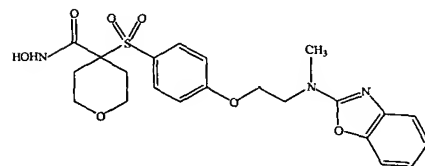
(115-11),



(115-12),



(115-13), and

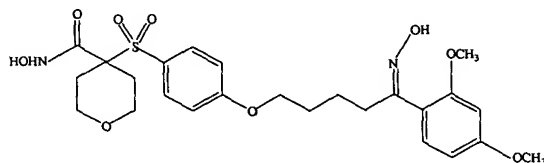


(115-14).

116. A compound or salt thereof according to claim 7, wherein E^3 is $-C(NR^3)-$.

117. A compound or salt thereof according to claim 116, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

118. A compound or salt thereof according to claim 117, wherein the compound corresponds in structure to the following formula:

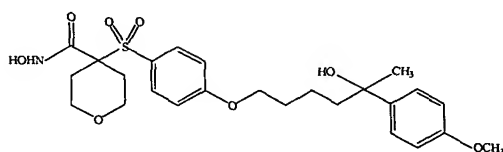


(118-1).

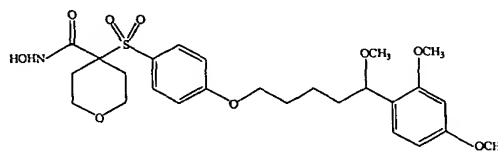
119. A compound or salt thereof according to claim 7, wherein E³ is -C(R⁷)(R⁸)-.

120. A compound or salt thereof according to claim 119, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, aryl, aryl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, haloaryl, halogen-substituted aryl-C₁-C₆-alkyl, C₁-C₆-alkylaryl, halogen-substituted C₁-C₆-alkylaryl, hydroxyaryl, and heteroaryl.

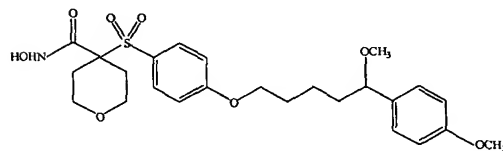
121. A compound or salt thereof according to claim 120, wherein the compound corresponds in structure to a formula selected from the group consisting of:



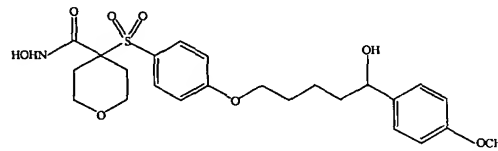
(121-1),



(121-2)



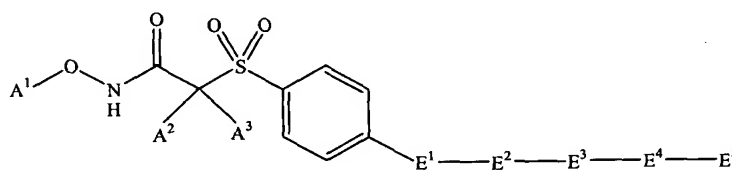
(121-3), and



(121-4).

122. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 122-1:



(122-1); and

A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl,

heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member

(except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E¹ is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

E² forms a link of at least 2 carbon atoms between E¹ and E³; and

5 E³ is selected from the group consisting of carbocyclyl and heterocyclyl, wherein the carbocyclyl or heterocyclyl has 5 or 6 ring members and optionally is substituted; and

E⁴ is selected from the group consisting of a bond, alkyl, alkenyl, -O-, and, -N(R³)-, wherein the alkyl or alkenyl optionally is substituted; and

10 E⁵ is selected from the group consisting of carbocyclyl and heterocyclyl, wherein the carbocyclyl or heterocyclyl optionally is substituted; and

R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

R³ is selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

15 neither R¹ nor R² forms a ring structure with E², E³, E⁴, or E⁵.

123. A compound or salt thereof according to claim 122, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, 20 heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R⁴)(R⁵)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), 25 carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R⁴)(R⁵)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of C₂-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, C₁-C₆-alkyl, and 30 halo-C₁-C₆-alkyl; and

E³ is selected from the group consisting of carbocyclyl and heterocyclyl, wherein the carbocyclyl or heterocyclyl:

has 5 or 6 ring members, and

optionally is substituted with one or more substituents independently

5 selected from the group consisting of halogen, -OH, keto, C₁-C₈-alkyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein:

any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the
10 group consisting of halogen, -OH, C₁-C₈-alkyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, C₁-C₈-alkylthio, halo-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy, halo-C₁-C₈-alkylthio, and halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl; and

E⁴ is selected from the group consisting of a bond, -O-, -N(R³)-, C₁-C₂₀-alkyl, and
15 C₂-C₂₀-alkenyl, wherein the C₁-C₂₀-alkyl or C₂-C₂₀-alkenyl optionally is substituted with one or more substituents independently selected from the group consisting of:

halogen, and

carbocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₈-alkyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, carbocyclyl,
20 carbocyclyl-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy, halocarbocyclyl, halogen-substituted carbocyclyl-C₁-C₈-alkyl, and halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl; and

E⁵ is selected from the group consisting of carbocyclyl and heterocyclyl, wherein
25 the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl,
30 halocarbocyclyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl; and

R^1 and R^2 are independently selected from the group consisting of -H, C_1 - C_8 -alkyl, and halo- C_1 - C_8 -alkyl; and

R^3 is selected from the group consisting of -H, C_1 - C_8 -alkyl, and halo- C_1 - C_8 -alkyl; and

5 R^4 and R^5 are independently selected from the group consisting of -H, C_1 - C_8 -alkyl, C_1 - C_8 -alkoxycarbonyl, C_1 - C_8 -alkylcarbonyl, carbocyclyl- C_1 - C_8 -alkyl, and carbocyclyl- C_1 - C_8 -alkoxycarbonyl; and

10 R^6 and R^7 are independently selected from the group consisting of -H, C_1 - C_8 -alkyl, carbocyclyl, carbocyclyl- C_1 - C_8 -alkyl, heterocyclyl, heterocyclyl- C_1 - C_8 -alkyl, halo- C_1 - C_8 -alkyl, halocarbocyclyl, halogen-substituted carbocyclyl- C_1 - C_8 -alkyl, haloheterocyclyl, and halogen-substituted heterocyclyl- C_1 - C_8 -alkyl; and

R^8 is selected from the group consisting of -H, C_1 - C_8 -alkyl, $-O-R^9$, $-N(R^9)(R^{10})$, carbocyclyl- C_1 - C_8 -alkyl, heterocyclyl- C_1 - C_8 -alkyl, halo- C_1 - C_8 -alkyl, halogen-substituted carbocyclyl- C_1 - C_8 -alkyl, and halogen-substituted heterocyclyl- C_1 - C_8 -alkyl; and

15 R^9 and R^{10} are independently selected from the group consisting of -H, C_1 - C_8 -alkyl, carbocyclyl, carbocyclyl- C_1 - C_8 -alkyl, heterocyclyl, heterocyclyl- C_1 - C_8 -alkyl, halo- C_1 - C_8 -alkyl, halocarbocyclyl, halogen-substituted carbocyclyl- C_1 - C_8 -alkyl, haloheterocyclyl, and halogen-substituted heterocyclyl- C_1 - C_8 -alkyl.

20 124. A compound or salt thereof according to claim 123, wherein A^1 is -H.

125. A compound or salt thereof according to claim 124, wherein:

E^2 is C_2 - C_6 -alkyl optionally substituted with one or more halogen; and

25 E^3 is selected from the group consisting of carbocyclyl and heterocyclyl, wherein the carbocyclyl or heterocyclyl:

has 5 or 6 ring members, and

optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, keto, C_1 - C_6 -alkyl, C_1 - C_6 -alkoxy, C_1 - C_6 -alkoxy- C_1 - C_6 -alkyl, carbocyclyl, carbocyclyl- C_1 - C_6 -alkyl, 30 heterocyclyl, and heterocyclyl- C_1 - C_6 -alkyl, wherein:

any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and halo-C₁-C₆-alkylthio; and

E⁴ is selected from the group consisting of a bond, -O-, -N(R³)-, C₁-C₃-alkyl, and C₂-C₃-alkenyl, wherein the C₁-C₃-alkyl or C₂-C₃-alkenyl optionally is substituted with one or more substituents independently selected from the group consisting of:

halogen, and

carbocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halocarbocyclyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl; and

E⁵ is selected from the group consisting of carbocyclyl and heterocyclyl, wherein the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halocarbocyclyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

R³ is selected from the group consisting of -H, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

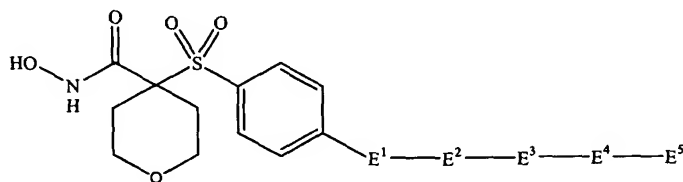
R⁶ and R⁷ are independently selected from the group consisting of -H, C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

R^8 is selected from the group consisting of -H, C_1 - C_6 -alkyl, $-O-R^9$, $-N(R^9)(R^{10})$, carbocyclyl- C_1 - C_6 -alkyl, heterocyclyl- C_1 - C_6 -alkyl, halo- C_1 - C_6 -alkyl, halogen-substituted carbocyclyl- C_1 - C_6 -alkyl, and halogen-substituted heterocyclyl- C_1 - C_6 -alkyl; and

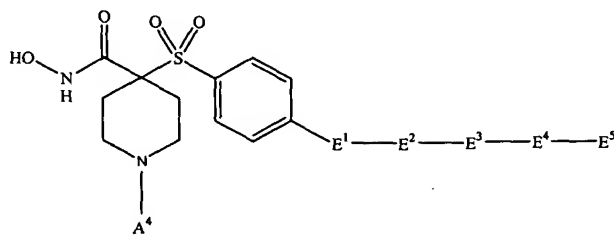
R^9 and R^{10} are independently selected from the group consisting of -H,
5 C_1 - C_6 -alkyl, carbocyclyl, carbocyclyl- C_1 - C_6 -alkyl, heterocyclyl, heterocyclyl- C_1 - C_6 -alkyl, halo- C_1 - C_6 -alkyl, halocarbocyclyl, halogen-substituted carbocyclyl- C_1 - C_6 -alkyl, haloheterocyclyl, and halogen-substituted heterocyclyl- C_1 - C_6 -alkyl.

126. A compound or salt thereof according to claim 125, wherein A^2 and A^3 ,
10 together with the carbon atom to which they both are attached, form an optionally-substituted heterocyclyl containing either 5 or 6 ring members.

127. A compound or salt thereof according to claim 126, wherein:
the compound corresponds in structure to a formula selected from the group
15 consisting of:



(127-1) and



(127-2); and

A^4 is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxy carbonyl, alkoxy carbonylalkyl, alkoxy carbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsufoxidoalkyl, alkylthioalkenyl,

alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl,
carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl,
carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl,
carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl,
5 carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl,
heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl,
heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl,
heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl,
heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl,
10 heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl,
aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl,
aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

15 128. A compound or salt thereof according to claim 127, wherein:
A⁴ is selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkylcarbonyl,
C₁-C₈-alkylcarbonyl-C₁-C₈-alkyl, C₁-C₈-alkylcarbonyl-C₁-C₈-alkylcarbonyl,
C₁-C₈-alkoxycarbonyl, C₁-C₈-alkoxycarbonyl-C₁-C₈-alkyl,
C₁-C₈-alkoxycarbonyl-C₁-C₈-alkylcarbonyl, C₁-C₈-alkylsulfonyl,
20 C₁-C₈-alkyliminocarbonyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy-C₁-C₈-alkyl,
C₁-C₈-alkylthio-C₁-C₈-alkyl, C₁-C₈-alkylthio-C₂-C₈-alkenyl,
C₁-C₈-alkylsulfoxido-C₁-C₈-alkyl, C₁-C₈-alkylsulfoxido-C₂-C₈-alkenyl,
C₁-C₈-alkylsulfonyl-C₁-C₈-alkyl, C₁-C₈-alkylsulfonyl-C₂-C₈-alkenyl, carbocyclyl,
carbocyclyl-C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl, carbocyclylcarbonyl,
25 carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl,
carbocyclylthio-C₁-C₈-alkyl, carbocyclylthio-C₂-C₈-alkenyl,
carbocyclylsulfoxido-C₁-C₈-alkyl, carbocyclylsulfoxido-C₂-C₈-alkenyl,
carbocyclylsulfonyl-C₁-C₈-alkyl, carbocyclylsulfonyl-C₂-C₈-alkenyl, heterocyclyl,
heterocyclyl-C₁-C₈-alkyl, heterocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl, heterocyclylcarbonyl,
30 heterocyclylthio-C₁-C₈-alkyl, heterocyclylsulfoxido-C₁-C₈-alkyl,
heterocyclylsulfonyl-C₁-C₈-alkyl, heterocyclylthio-C₂-C₈-alkenyl,

- heterocyclisulfoxido-C₂-C₈-alkenyl, heterocyclisulfonyl-C₂-C₈-alkenyl,
heterocyclisulfonyl, heterocyclyliminocarbonyl, heterocycl-C₁-C₈-alkylcarbonyl,
heterocyclcarbonyl-C₁-C₈-alkylcarbonyl, heterocyclisulfonyl,
heterocyclcarbonyl-C₁-C₈-alkyl, N(R¹¹)(R¹²)-C₁-C₈-alkylcarbonyl,
5 N(R¹¹)(R¹²)-carbonyl, N(R¹¹)(R¹²)-carbonyl-C₁-C₈-alkylcarbonyl,
N(R¹¹)(R¹²)-sulfonyl, N(R¹¹)(R¹²)-sulfonyl-C₁-C₈-alkyl, N(R¹¹)(R¹²)-C₁-C₈-alkyl,
N(R¹¹)(R¹²)-carbonyl-C₁-C₈-alkyl, and N(R¹¹)(R¹²)-C₁-C₈-alkylsulfonyl, wherein:
any member (except -H) of such group optionally is substituted with one or
more substituents independently selected from the group consisting of halogen,
10 -OH, -CN, -C(O)-OH, -SH, -SO₃H, and NO₂; and
R¹¹ and R¹² are independently selected from the group consisting of -H, -OH,
C₁-C₈-alkyl, C₁-C₈-alkyl-carbonyl, C₁-C₈-alkoxy-C₁-C₈-alkyl, C₂-C₈-alkenyl,
C₂-C₈-alkynyl, C₁-C₈-alkyl-thio-C₁-C₈-alkyl, C₁-C₈-alkyl-sulfoxido-C₁-C₈-alkyl,
C₁-C₈-alkyl-sulfonyl-C₁-C₈-alkyl, carbocycl, carbocycl-C₁-C₈-alkyl,
15 carbocyclcarbonyl, carbocycl-C₁-C₈-alkoxy-C₁-C₈-alkyl, carbocyclthio-C₁-C₈-alkyl,
carbocyclsulfoxido-C₁-C₈-alkyl, carbocyclsulfonyl-C₁-C₈-alkyl, heterocycl,
heterocycl-C₁-C₈-alkyl, heterocycl-C₁-C₈-alkoxy-C₁-C₈-alkyl, heterocyclcarbonyl,
heterocyclthio-C₁-C₈-alkyl, heterocyclsulfoxido-C₁-C₈-alkyl,
heterocyclsulfonyl-C₁-C₈-alkyl, aminocarbonyl-C₁-C₈-alkyl,
20 C₁-C₈-alkyloxycarbonylamino-C₁-C₈-alkyl, and amino-C₁-C₈-alkyl, wherein:
any member (except -H or -OH) of such group optionally is substituted
with one or more substituents independently selected from the group consisting of
halogen, -OH, -CN, -C(O)-OH, -SH, -SO₃H, and NO₂, and
the nitrogen of the amino-C₁-C₈-alkyl optionally is substituted with 1 or 2
25 substituents independently selected from the group consisting of C₁-C₈-alkyl,
C₁-C₈-alkylcarbonyl, carbocycl, and carbocycl-C₁-C₈-alkyl, and
no greater than one of R¹¹ or R¹² is -OH.

129. A compound or salt thereof according to claim 128, wherein A⁴ is selected
30 from the group consisting of -H, C₁-C₆-alkyl, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocycl,

carbocyclyl-C₁-C₆-alkyl, C₁-C₆-alkylsulfonyl, C₃-C₆-alkenyl, C₃-C₆-alkynyl, wherein any member (except -H) of such group optionally is substituted with halogen.

130. A compound or salt thereof according to claim 129, wherein A⁴ is selected
5 from the group consisting of -H, C₁-C₄-alkyl, C₁-C₂-alkoxy-C₁-C₃-alkyl, C₃-C₆-cycloalkyl, C₃-C₆-cycloalkyl-C₁-C₃-alkyl, phenyl, phenyl-C₁-C₃-alkyl, C₁-C₂-alkylsulfonyl, C₃-C₄-alkenyl, C₃-C₄-alkynyl, wherein any member (except -H) of such group optionally is substituted with halogen.

10 131. A compound or salt thereof according to claim 130, wherein A⁴ is selected from the group consisting of -H, ethyl, methoxyethyl, cyclopropyl, cyclopropylmethyl, benzyl, methylsulfonyl, C₃-alkenyl, and C₃-alkynyl, wherein any member (except -H) of such group optionally is substituted with halogen.

15 132. A compound or salt thereof according to claim 131, wherein A⁴ is selected from the group consisting of -H, ethyl, methoxyethyl, cyclopropyl, cyclopropylmethyl, and benzyl, wherein any member (except -H) of such group optionally is substituted with halogen.

20 133. A compound or salt thereof according to claim 128, wherein the salt comprises an acid selected from the group consisting of HCl and CF₃COOH.

134. A compound or salt thereof according to claim 128, wherein E² is C₂-C₅-alkyl optionally substituted with one or more halogen.

25 135. A compound or salt thereof according to claim 134, wherein E² is -(CH₂)_m-, and m is from 2 to 5.

136. A compound or salt thereof according to claim 135, wherein E⁴ is a bond.

30

137. A compound or salt thereof according to claim 128, wherein E³ is heterocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, keto, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, heterocyclyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, and halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and halo-C₁-C₆-alkylthio.

138. A compound or salt thereof according to claim 137, wherein E³ is selected from the group consisting of furanyl, tetrahydropyranyl, dihydrofuranyl, tetrahydrofuranyl, thiophenyl, dihydrothiophenyl, tetrahydrothiophenyl, pyrrolyl, isopyrrolyl, pyrrolinyl, pyrrolidinyl, imidazolyl, isoimidazolyl, imidazolinyl, imidazolidinyl, pyrazolyl, pyrazolinyl, pyrazolidinyl, triazolyl, tetrazolyl, dithiolyl, oxathiyl, oxazolyl, isoxazolyl, oxazolidinyl, isoxazolidinyl, thiazolyl, isothiazolyl, thiazolinyl, isothiazolinyl, thiazolidinyl, isothiazolidinyl, thiodiazolyl, oxathiazolyl, oxadiazolyl, oxatriazolyl, dioxazolyl, oxathiazolyl, oxathiyl, oxathiolanyl, pyranyl, dihydropyranyl, pyridinyl, piperidinyl, diazinyl, piperazinyl, triazinyl, oxazinyl, isoxazinyl, oxathiazinyl, oxadiazinyl, morpholinyl, azepinyl, oxepinyl, thiepinyl, diazepinyl, indolizinyl, pyrindinyl, pyranopyrrolyl, 4H-quinolizinyl, purinyl, naphthyridinyl, pyridopyridinyl, pteridinyl, indolyl, isoindolyl, indoleninyl, isoindazolyl, benzazinyl, phthalazinyl, quinoxalinyl, quinazolinyl, benzodiazinyl, benzopyranyl, benzothiopyranyl, benzoxazolyl, indoxazinyl, anthranilyl, benzodioxolyl, benzodioxanyl, benzoxadiazolyl, benzofuranyl, isobenzofuranyl, benzothienyl, isobenzothienyl, benzothiazolyl, benzothiadiazolyl, benzimidazolyl, benzotriazolyl, benzoxazinyl, benzisoxazinyl, tetrahydroisoquinolinyl, carbazolyl, xanthenyl, and acridinyl, wherein

any member of such group optionally is substituted (to the extent such member contains a substitutable hydrogen(s)) with one or more substituents

independently selected from the group consisting of halogen, -OH, keto, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, heterocyclyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, and halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

5 any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and
10 halo-C₁-C₆-alkylthio.

139. A compound or salt thereof according to claim 137, wherein E³ contains no greater than one heteroatom ring member.

15 140. A compound or salt thereof according to claim 139, wherein E³ is selected from the group consisting of furanyl, tetrahydropyranyl, dihydrofuranyl, tetrahydrofuranyl, thiophenyl, dihydrothiophenyl, tetrahydrothiophenyl, pyrrolinyl, pyrrolyl, isopyrrolyl, pyrrolidinyl, pyridinyl, piperidinyl, pyranal, dihydropyranyl, and tetrahydropyranyl, wherein:

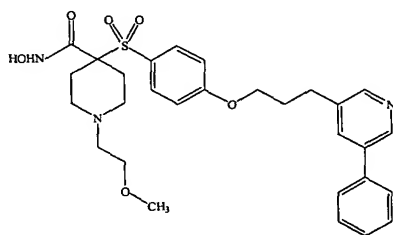
20 any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, keto, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:
 any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the
25 group consisting of halogen and -OH.

141. A compound or salt thereof according to claim 139, wherein E³ is pyridinyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl,
30 wherein:

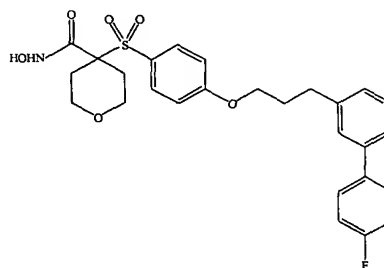
any such substituent (except halogen or -OH) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

- 5 142. A compound or salt thereof according to claim 141, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
- 10 C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

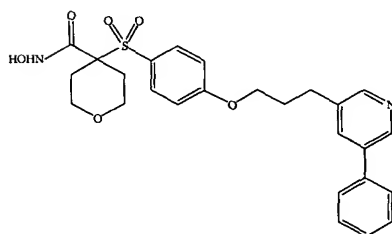
143. A compound or salt thereof according to claim 142, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(143-1),

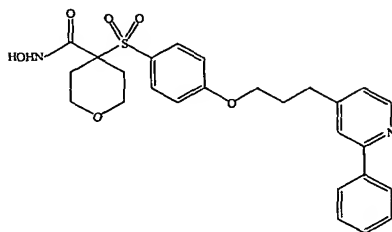


(143-2), and



(143-3).

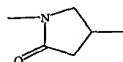
144. A compound or salt thereof according to claim 142, wherein the compound corresponds in structure to the following formula:



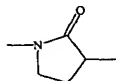
(144-1).

5

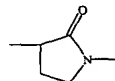
145. A compound or salt thereof according to claim 139, wherein:
 E^3 is selected from the group consisting of:



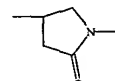
(145-1),



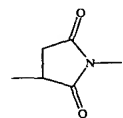
(145-2),



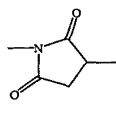
(145-3),



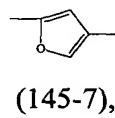
(145-4),



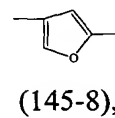
(145-5),



(145-6),



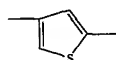
(145-7),



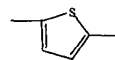
(145-8),



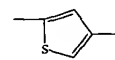
(145-9),



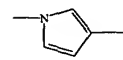
(145-10),



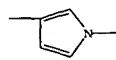
(145-11),



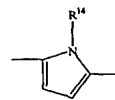
(145-12),



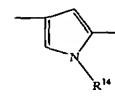
(145-13),



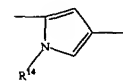
(145-14),



(145-15),



(145-16), and



(145-17); and

any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C_1 - C_6 -alkyl, C_1 - C_6 -alkoxy, C_1 - C_6 -alkoxy- C_1 - C_6 -alkyl, carbocyclyl, carbocyclyl- C_1 - C_6 -alkyl, heterocyclyl, and heterocyclyl- C_1 - C_6 -alkyl, wherein:

10

any such substituent (except halogen or -OH) optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and halo-C₁-C₆-alkylthio; and

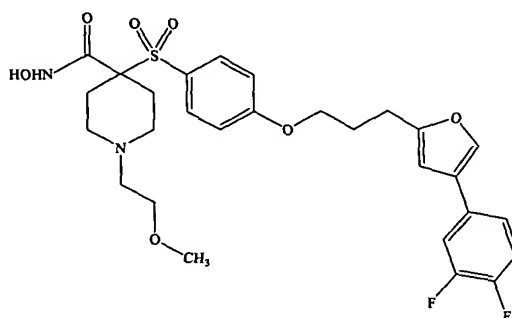
R¹⁴ is selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein

any member (except halogen or -OH) of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and halo-C₁-C₆-alkylthio.

146. A compound or salt thereof according to claim 145, wherein E³ is furanyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, keto, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

147. A compound or salt thereof according to claim 146, wherein the compound corresponds in structure to the following formula:



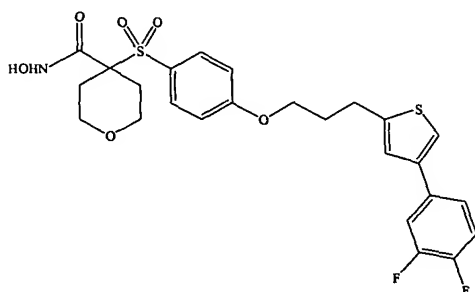
(147-1).

5

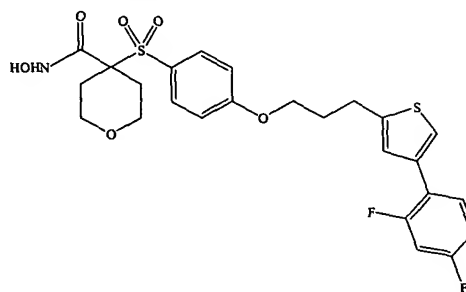
148. A compound or salt thereof according to claim 145, wherein E³ is thienyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, keto, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

10 any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

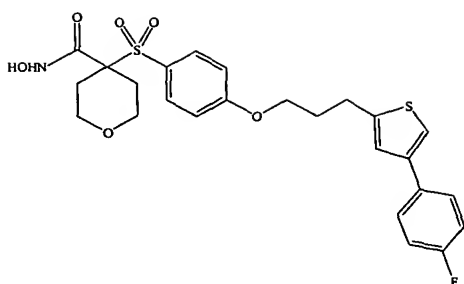
149. A compound or salt thereof according to claim 148, wherein the compound
15 corresponds in structure to a formula selected from the group consisting of:



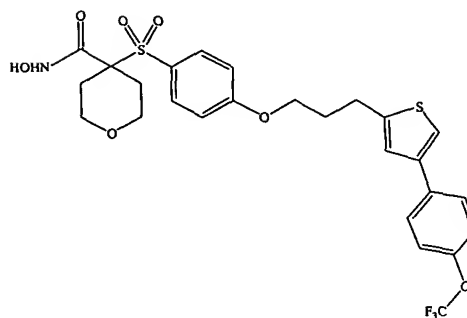
(149-1),



(149-2),

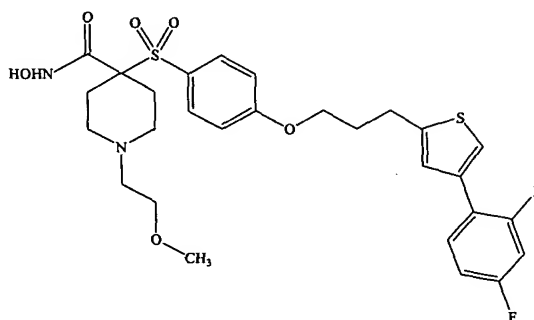


(149-3), and



(149-4).

150. A compound or salt thereof according to claim 148, wherein the compound corresponds in structure to the following formula:



(150-1).

5

151. A compound or salt thereof according to claim 145, wherein E^3 is pyrrolidinyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, keto, C_1 - C_6 -alkyl, C_1 - C_6 -alkoxy, and C_1 - C_6 -alkoxy- C_1 - C_6 -alkyl, wherein:

10

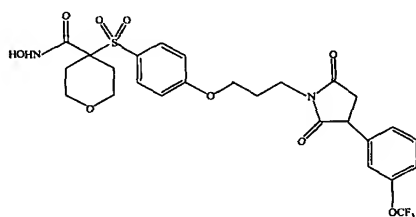
any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

15

152. A compound or salt thereof according to claim 151, wherein E^5 is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C_1 - C_6 -alkyl, C_2 - C_6 -alkenyl, C_2 - C_6 -alkynyl, C_1 - C_6 -alkoxy, C_1 - C_6 -alkoxy- C_1 - C_6 -alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl,

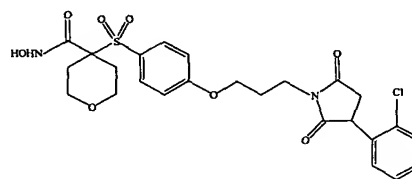
phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

153. A compound or salt thereof according to claim 152, wherein the compound
5 corresponds in structure to a formula selected from the group consisting of:



(153-1)

and



(153-2).

154. A compound or salt thereof according to claim 137, wherein E³ contains no
greater and no less than two heteroatom ring members.

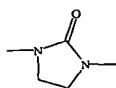
155. A compound or salt thereof according to claim 154, wherein E³ is selected
from the group consisting of pyrazolyl, pyrazolinyl, pyrazolidinyl, imidazolyl,
isoimidazolyl, imidazoliny, imidazolidinyl, dithiolyl, thiazolyl, isothiazolyl, thiazolinyl,
isothiazolinyl, thiazolidinyl, isothiazolidinyl, oxathiolyl, oxathiolanyl, oxazolyl,
isoxazolyl, oxazolidinyl, isoxazolidinyl, pyridinyl, piperazinyl, pyrimidinyl, pyridazinyl,
15 oxazinyl, and morpholinyl, wherein:

any member of such group optionally is substituted with one or more
substituents independently selected from the group consisting of halogen, -OH,
keto, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

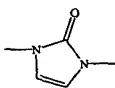
- any such substituent (except halogen, -OH, or keto) optionally is
20 substituted with one or more substituents independently selected from the
group consisting of halogen and -OH.

156. A compound or salt thereof according to claim 154, wherein:

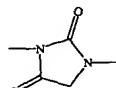
E³ is selected from the group consisting of:



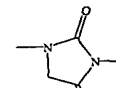
(156-1),



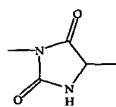
(156-2),



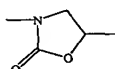
(156-3),



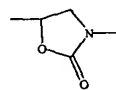
(156-4),



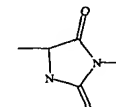
(156-5),



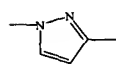
(156-6),



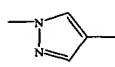
(156-7),



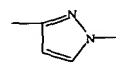
(156-8),



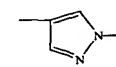
(156-9),



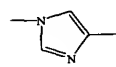
(156-10),



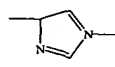
(156-11),



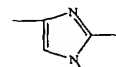
(156-12),



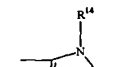
(156-13),



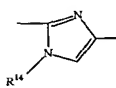
(156-14),



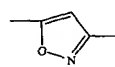
(156-15),



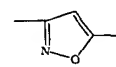
(156-16),



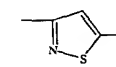
(156-17),



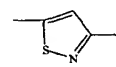
(156-18),



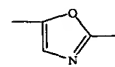
(156-19),



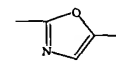
(156-20),



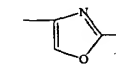
(156-21),



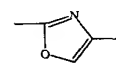
(156-22),



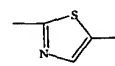
(156-23),



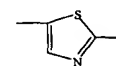
(156-24),



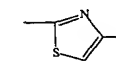
(156-25),



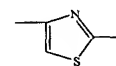
(156-26),



(156-27),



(156-28), and



(156-29); and

any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl,

- 5 C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein:

any such substituent (except halogen or -OH) optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and halo-C₁-C₆-alkylthio; and
5 R¹⁴ is selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein:

any member (except halogen or -OH) of such group optionally is
10 substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and halo-C₁-C₆-alkylthio.

15 157. A compound or salt thereof according to claim 156, wherein E³ is selected from the group consisting of oxazolyl and isoxazolyl, wherein:

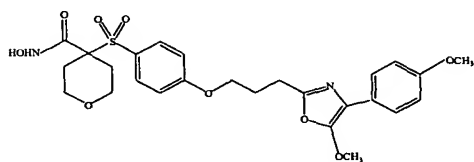
the oxazolyl or isoxazolyl is optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

20 any such substituent (except halogen or -OH) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

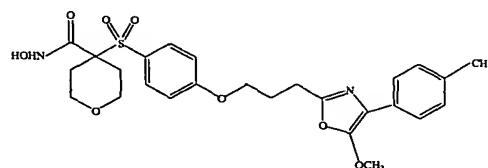
158. A compound or salt thereof according to claim 157, wherein E⁵ is phenyl
25 optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

30

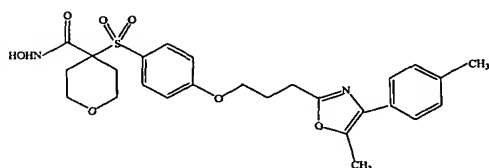
159. A compound or salt thereof according to claim 158, wherein the compound corresponds in structure to a formula selected from the group consisting of:



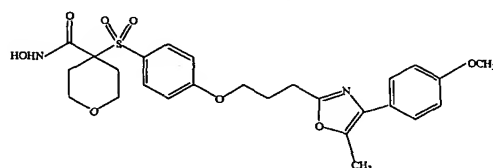
(159-1),



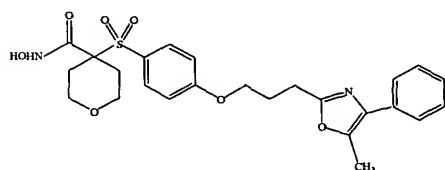
(159-2),



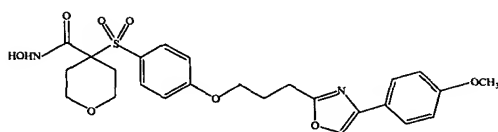
(159-3),



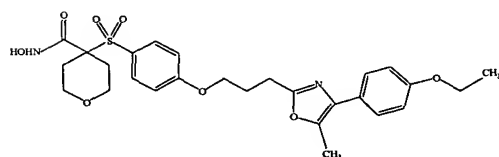
(159-4),



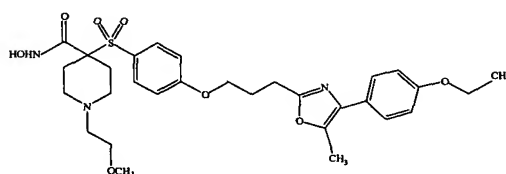
(159-5),



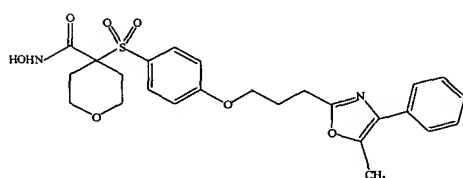
(159-6),



(159-7),



(159-8), and



(159-9).

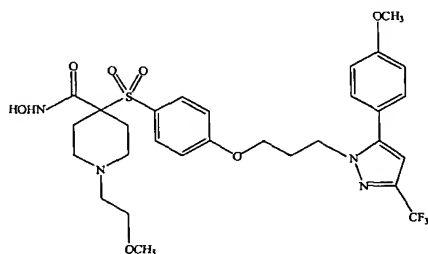
160. A compound or salt thereof according to claim 156, wherein E³ is selected from the group consisting of pyrazolyl and isoimidazolyl, wherein:

the pyrazolyl and isoimidazolyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

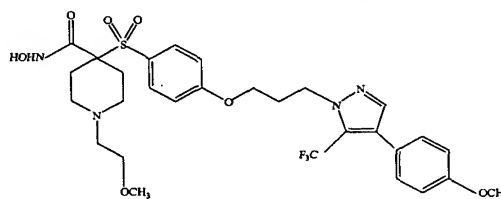
any such substituent (except halogen or -OH) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

161. A compound or salt thereof according to claim 160, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

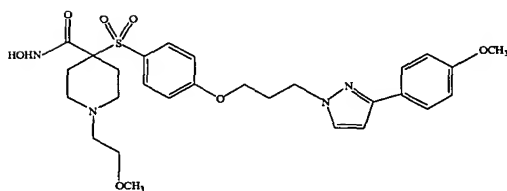
162. A compound or salt thereof according to claim 161, wherein the compound corresponds in structure to a formula selected from the group consisting of:



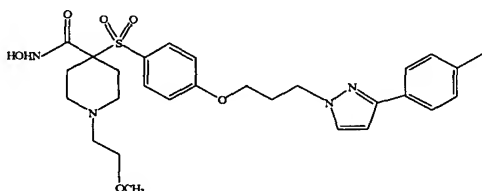
(162-1),



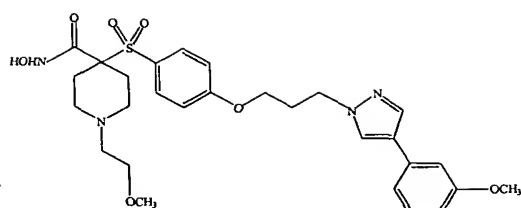
(162-2)



(162-3),



(162-4), and



(162-5).

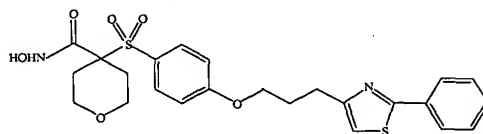
163. A compound or salt thereof according to claim 156, wherein E³ is selected from the group consisting of thiazolyl and isothiazolyl, wherein:

the thiazolyl and isothiazolyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

any such substituent (except halogen or -OH) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

164. A compound or salt thereof according to claim 163, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

165. A compound or salt thereof according to claim 164, wherein the compound corresponds in structure to the following formula:



(165-1).

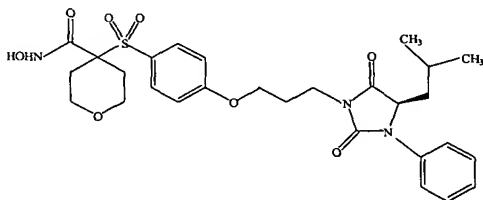
166. A compound or salt thereof according to claim 156, wherein E³ is selected from the group consisting of pyrazolidinyl and imidazolidinyl, wherein:

the pyrazolidinyl and imidazolidinyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, keto, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

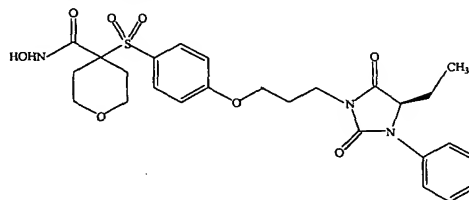
any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

167. A compound or salt thereof according to claim 166, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

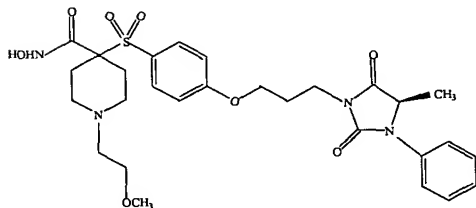
168. A compound or salt thereof according to claim 167, wherein the compound corresponds in structure to a formula selected from the group consisting of:



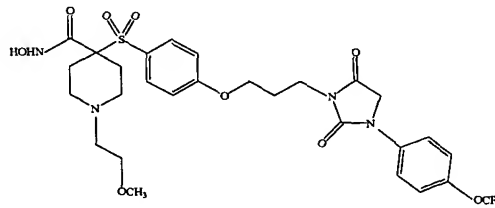
(168-1),



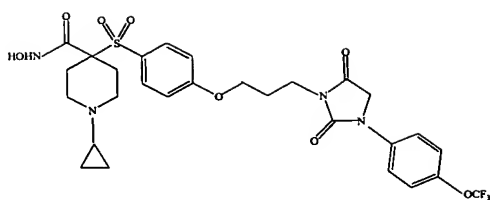
(168-2),



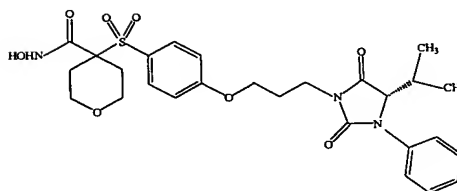
(168-3),



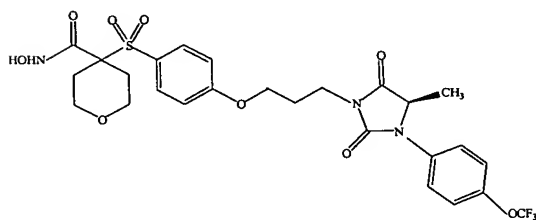
(168-4),



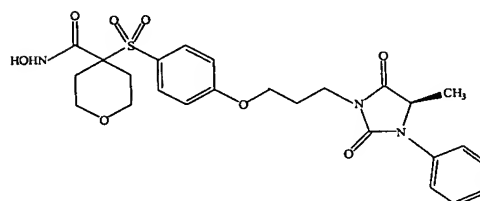
(168-5),



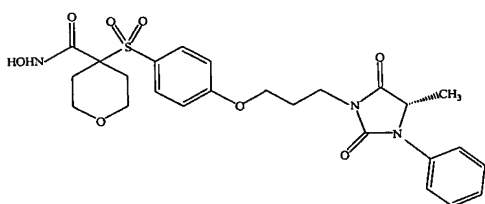
(168-6),



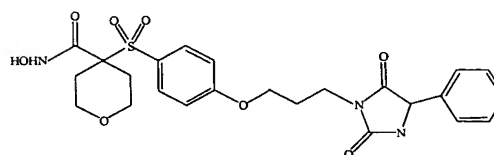
(168-7),



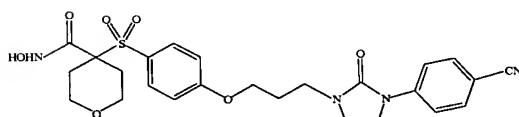
(168-8),



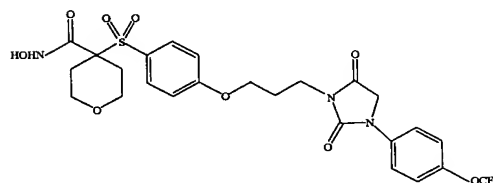
(168-9),



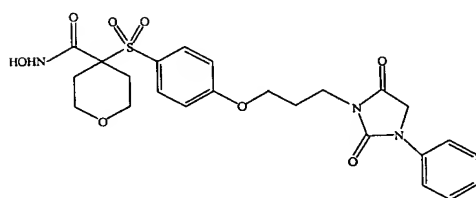
(168-10),



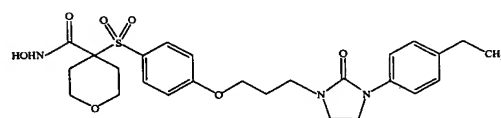
(168-11),



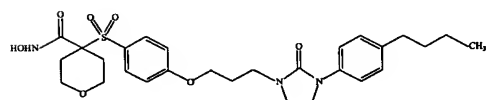
(168-12),



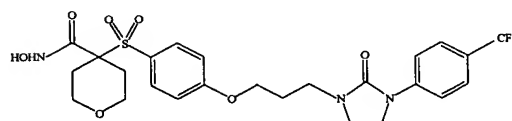
(168-13),



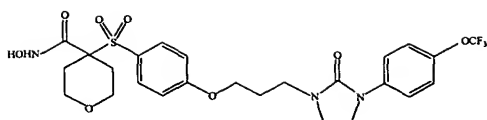
(168-14),



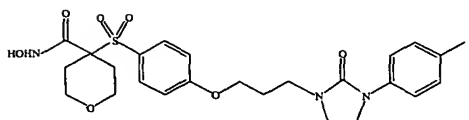
(168-15),



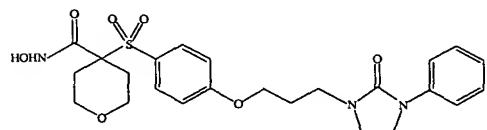
(168-16),



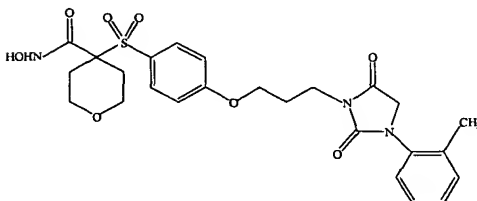
(168-17),



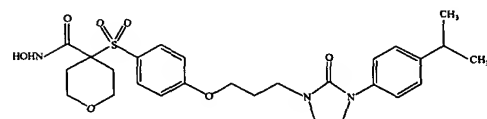
(168-18),



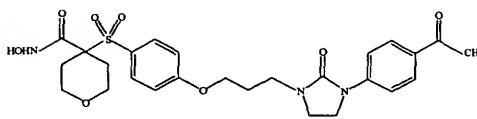
(168-19),



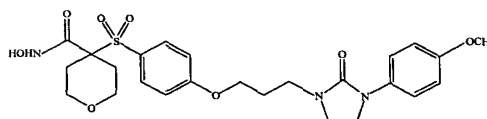
(168-20),



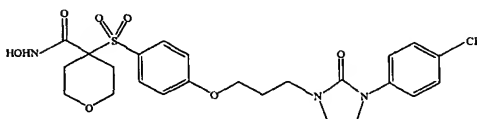
(168-21),



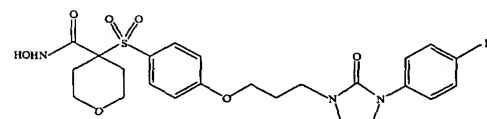
(168-22),



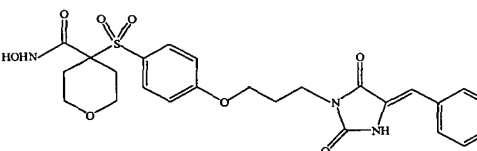
(168-23),



(168-24),



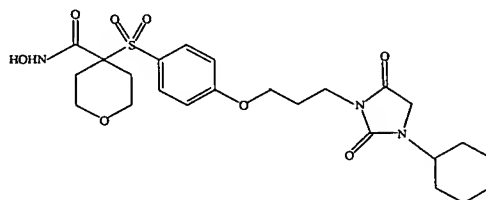
(168-25), and



(168-26).

169. A compound or salt thereof according to claim 166, wherein E⁵ is C₅-C₆-cycloalkyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl,
- 5 C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

170. A compound or salt thereof according to claim 169, wherein the compound corresponds in structure to the following formula:



(170-1).

5

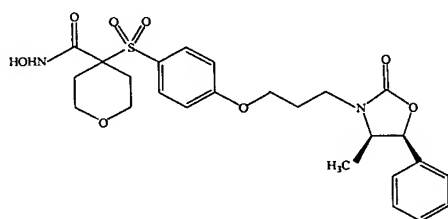
171. A compound or salt thereof according to claim 156, wherein E³ is oxazolidinyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, keto, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

10 any such substituent (except halogen, -OH, or keto) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

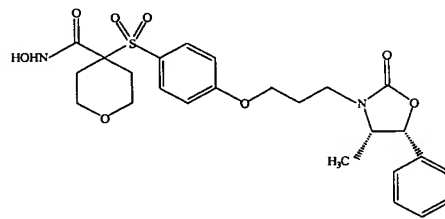
172. A compound or salt thereof according to claim 171, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

20

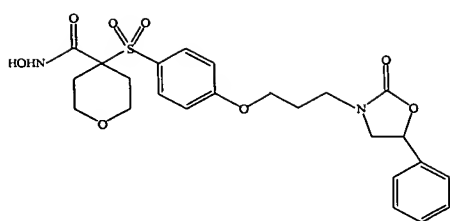
173. A compound or salt thereof according to claim 172, wherein the compound corresponds in structure to a formula selected from the group consisting of:



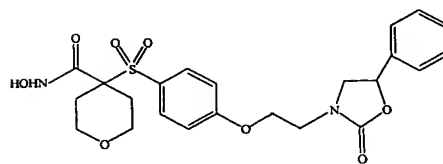
(173-1),



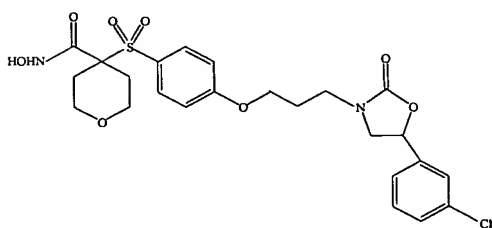
(173-2),



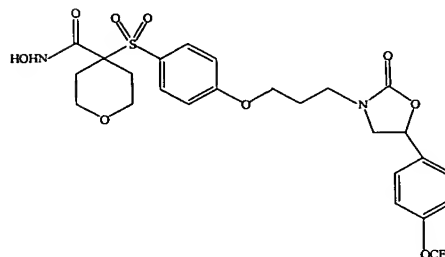
(173-3),



(173-4),



(173-5), and



(173-6).

174. A compound or salt thereof according to claim 137, wherein E³ contains no greater and no less than 3 heteroatoms.

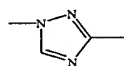
175. A compound or salt thereof according to claim 174, wherein E³ is selected from the group consisting of oxadiazolyl, thiadiazolyl, and triazolyl, wherein:

the triazolyl optionally is substituted with a substituent selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl,

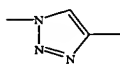
any such substituent (except halogen or -OH) optionally is substituted with one or more substituents independently selected from the group consisting of halogen and -OH.

176. A compound or salt thereof according to claim 174, wherein:

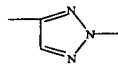
E³ is selected from the group consisting of:



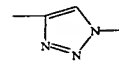
(176-1),



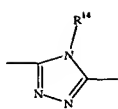
(176-2),



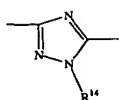
(176-3),



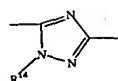
(176-4),



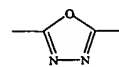
(176-5),



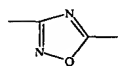
(176-6),



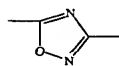
(176-7),



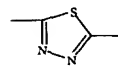
(176-8),



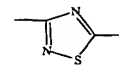
(176-9),



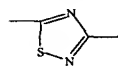
(176-10),



(176-11),



(176-12), and



(176-13); and

any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein:

5 any such substituent (except halogen or -OH) optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and halo-C₁-C₆-alkylthio; and

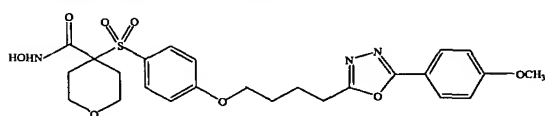
10 R¹⁴ is selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein:

15 any member (except halogen or -OH) of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and halo-C₁-C₆-alkylthio.

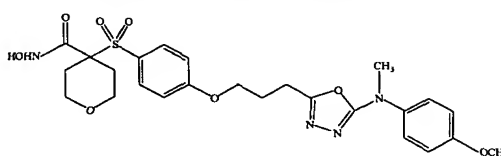
177. A compound or salt thereof according to claim 176, wherein E³ is
20 oxadiazolyl.

178. A compound or salt thereof according to claim 177, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

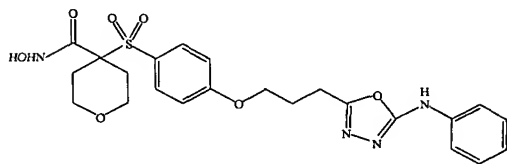
179. A compound or salt thereof according to claim 178, wherein the compound corresponds in structure to a formula selected from the group consisting of:



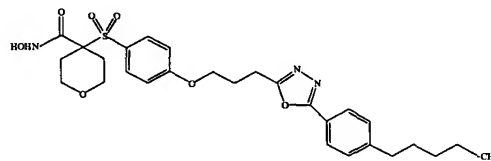
(179-1),



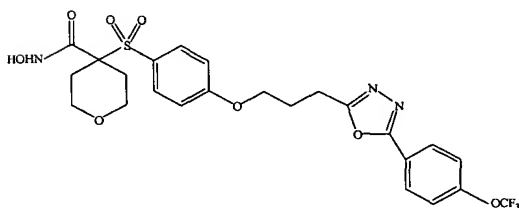
(179-2),



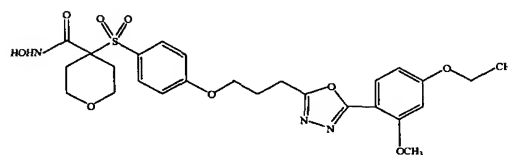
(179-3),



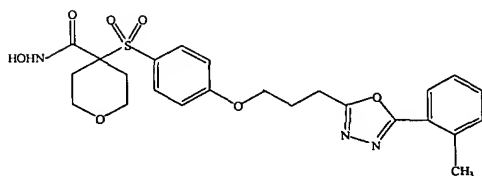
(179-4),



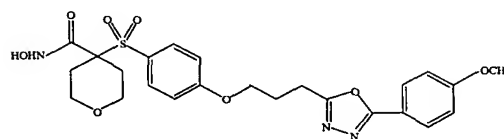
(179-5),



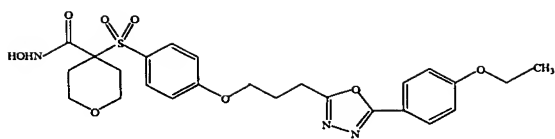
(179-6),



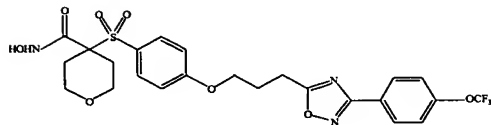
(179-7),



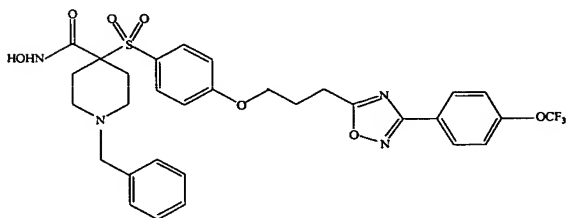
(179-8),



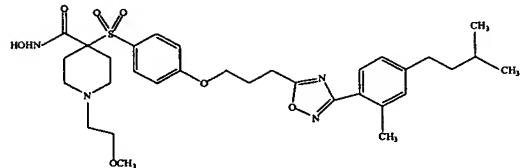
(179-9),



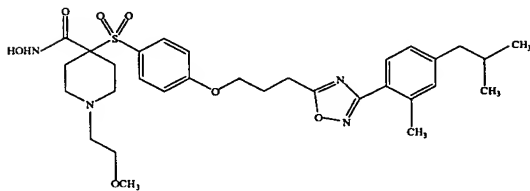
(179-10),



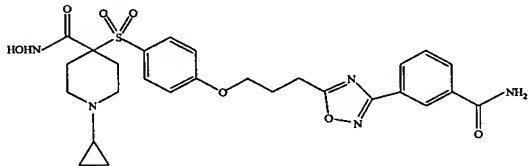
(179-11),



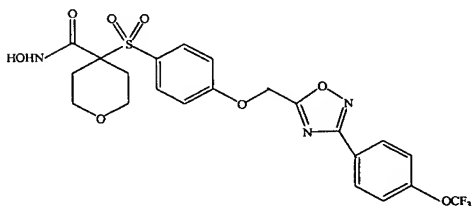
(179-12),



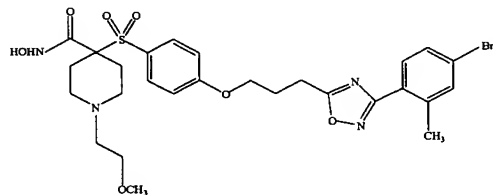
(179-13),



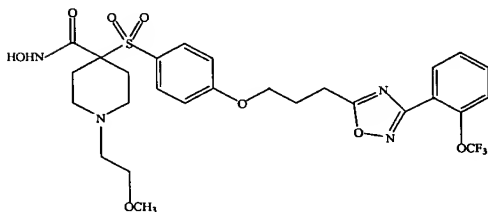
(179-14),



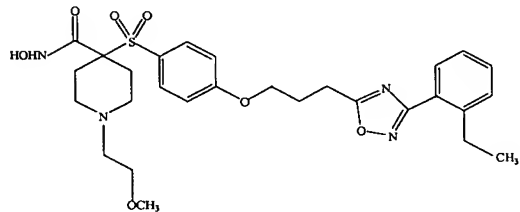
(179-15),



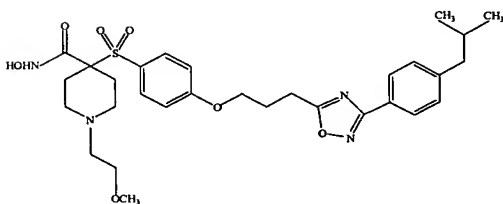
(179-16),



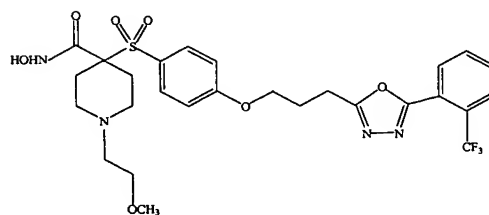
(179-18),



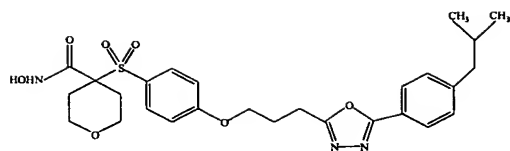
(179-19),



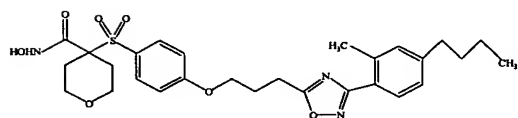
(179-20),



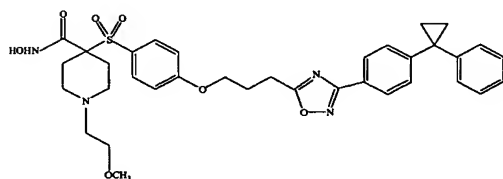
(179-21),



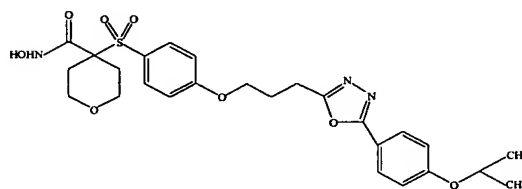
(179-22),



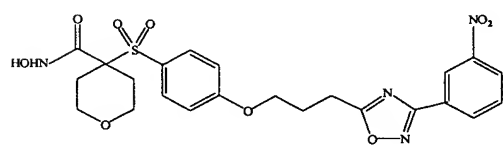
(179-23),



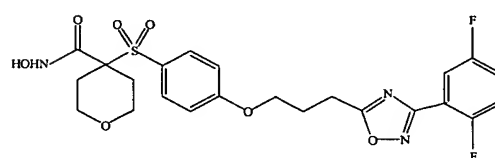
(179-24),



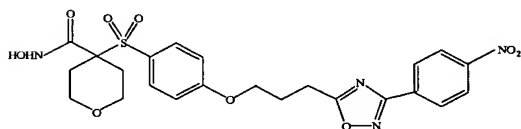
(179-25),



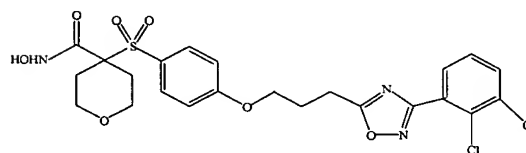
(179-26),



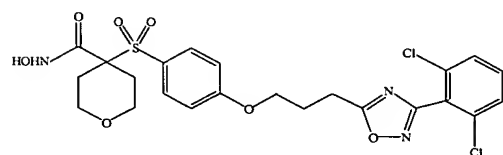
(179-27),



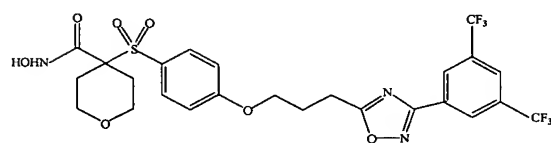
(179-28),



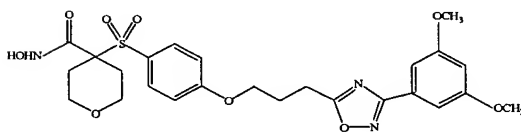
(179-29),



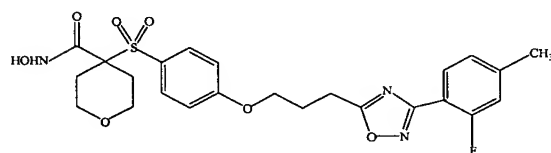
(179-30),



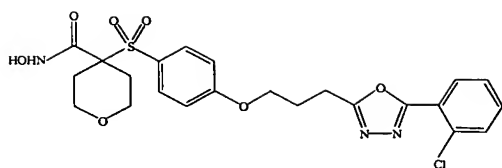
(179-31),



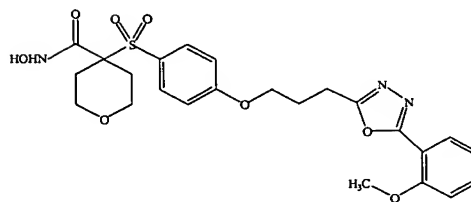
(179-32),



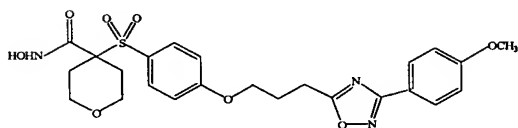
(179-33),



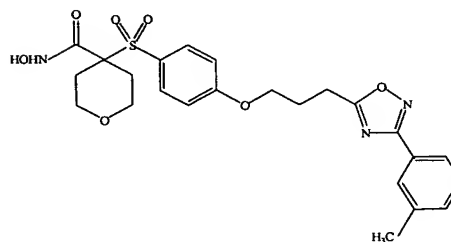
(179-34),



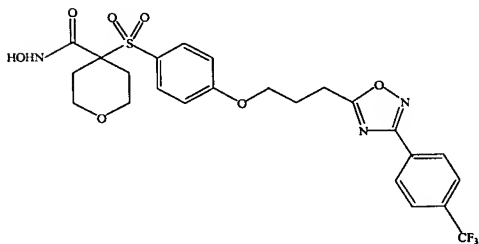
(179-35),



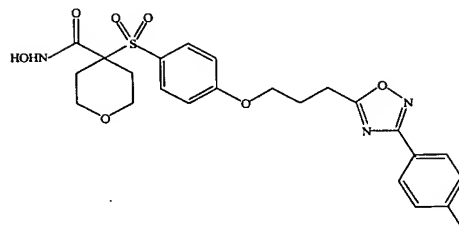
(179-36),



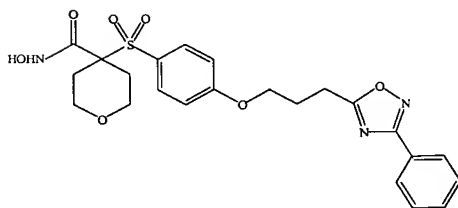
(179-37),



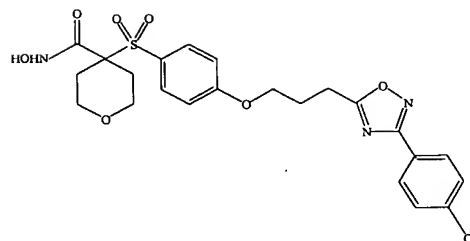
(179-38),



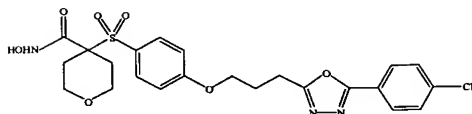
(179-39),



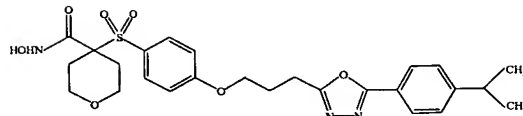
(179-40),



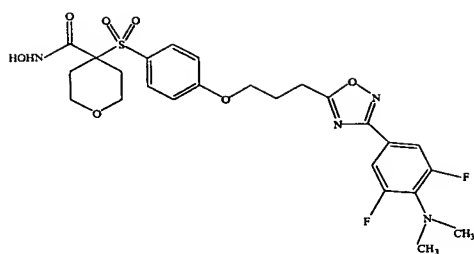
(179-41),



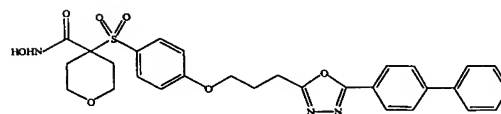
(179-42),



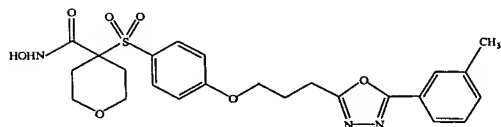
(179-43),



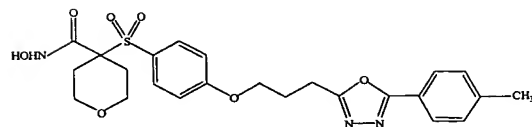
(179-44),



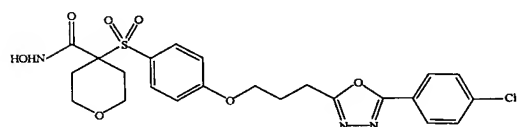
(179-45),



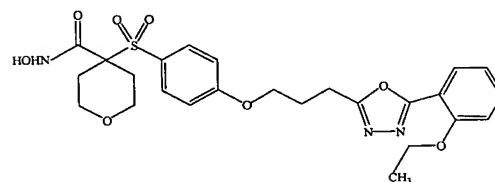
(179-46),



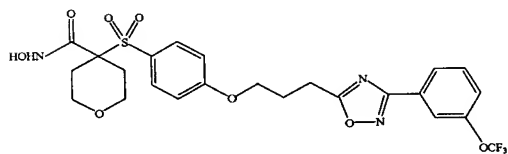
(179-47),



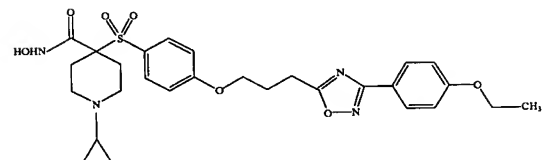
(179-48),



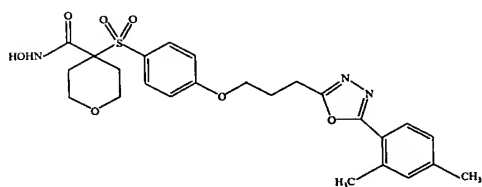
(179-49),



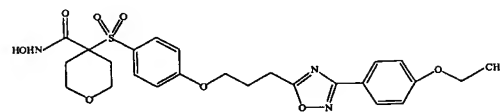
(179-50),



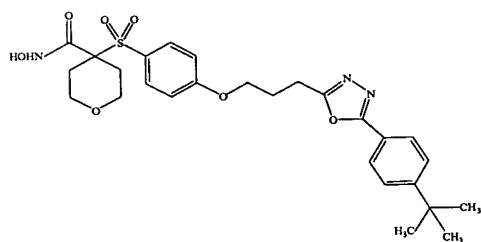
(179-51),



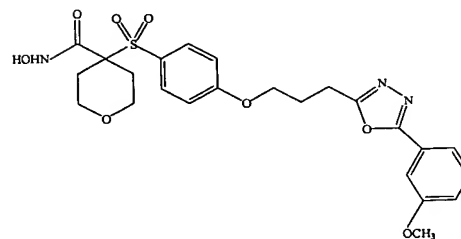
(179-52),



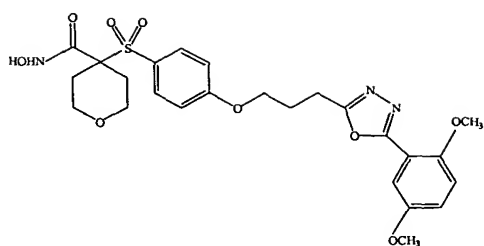
(179-53),



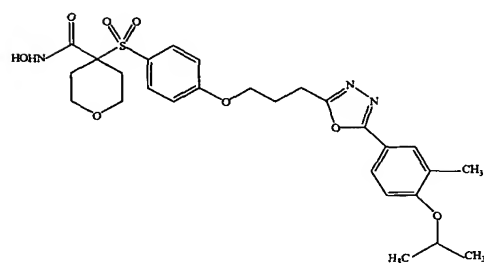
(179-54),



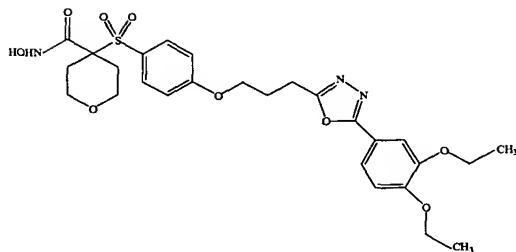
(179-55),



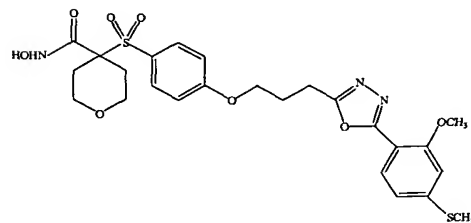
(179-56),



(179-57),

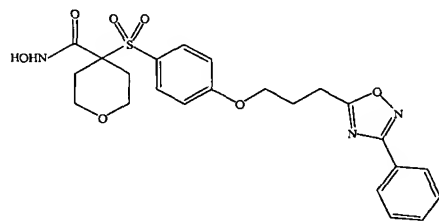


(179-58), and

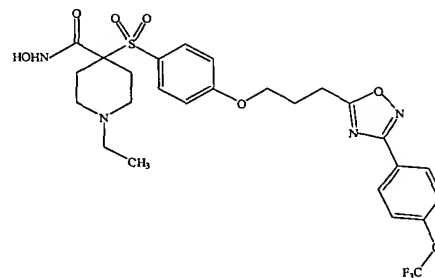


(179-59).

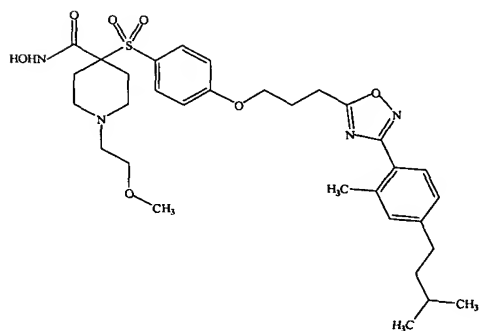
180. A compound or salt thereof according to claim 178, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(180-1),

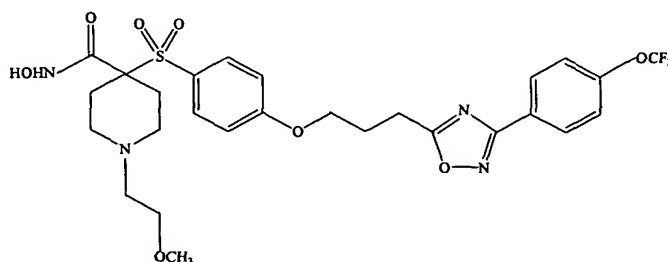


(180-2), and



(180-3).

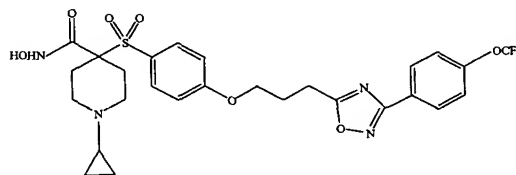
181. A compound or salt thereof according to claim 178, wherein the compound corresponds in structure to the following formula:



181-1

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182. A compound or salt thereof according to claim 178, wherein the compound corresponds in structure to the following formula:

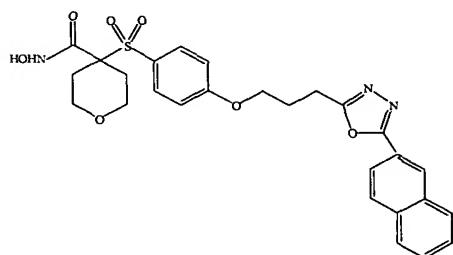


(182-1).

10

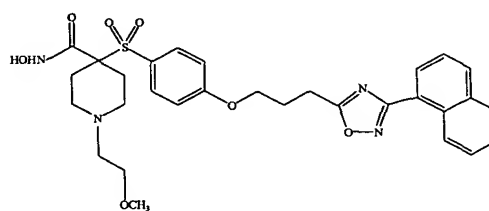
183. A compound or salt thereof according to claim 177, wherein E⁵ is naphthalenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶,
15 -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

184. A compound or salt thereof according to claim 183, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(184-1)

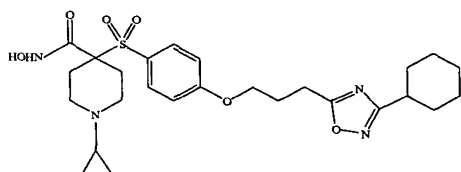
and



(184-2).

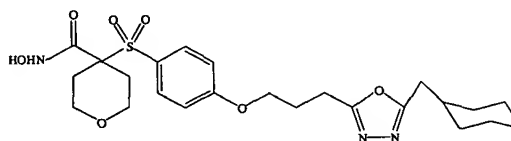
185. A compound or salt thereof according to claim 177, wherein E⁵ is
- 5 C₅-C₆-cycloalkyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and
- 10 halogen-substituted phenyl-C₁-C₆-alkyl.

186. A compound or salt thereof according to claim 185, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(186-1)

and

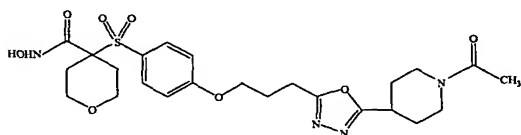


(186-2).

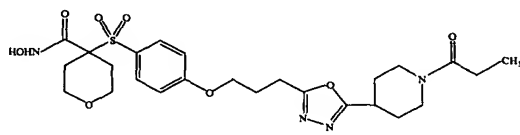
187. A compound or salt thereof according to claim 177, wherein E⁵ is
- 15 heterocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy,

halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

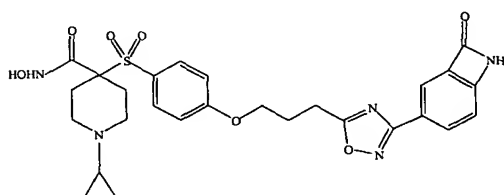
188. A compound or salt thereof according to claim 187, wherein the compound
5 corresponds in structure to a formula selected from the group consisting of:



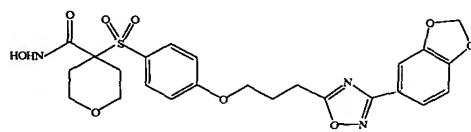
(188-1)



(188-2),

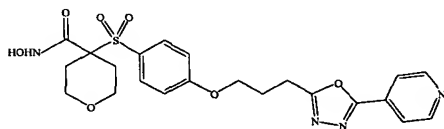


(188-3), and



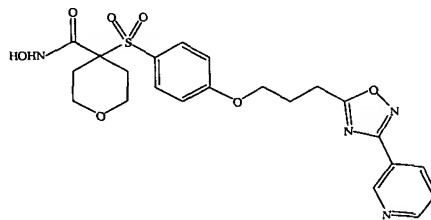
(188-4).

189. A compound or salt thereof according to claim 187, wherein the
compound corresponds in structure to a formula selected from the group consisting of:



(189-1)

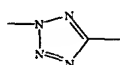
and



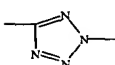
(189-2).

- 10 190. A compound or salt thereof according to claim 137, wherein E³ contains at
least 4 heteroatom ring members.

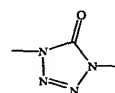
191. A compound or salt thereof according to claim 190, wherein E³ is selected from the group consisting of:



(191-1),



(191-2), and

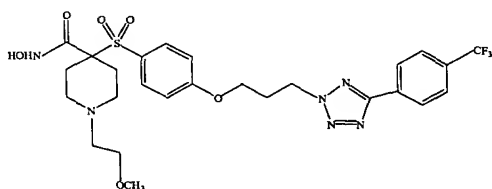


(191-3).

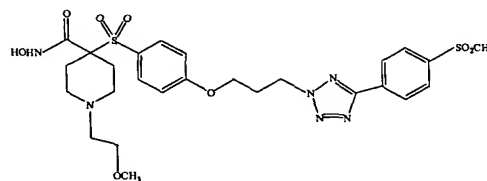
192. A compound or salt thereof according to claim 191, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

10

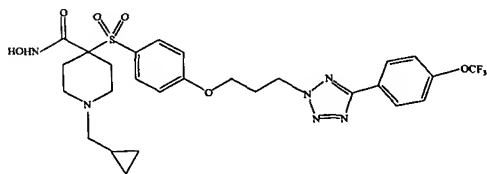
193. A compound or salt thereof according to claim 192, wherein the compound corresponds in structure to a formula selected from the group consisting of:



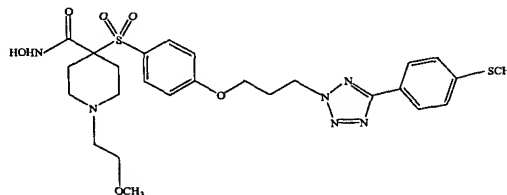
(193-1),



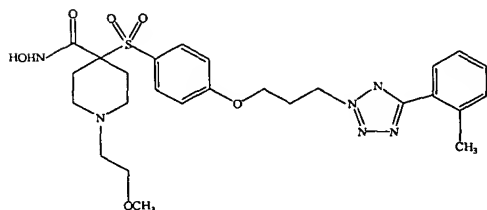
(193-2),



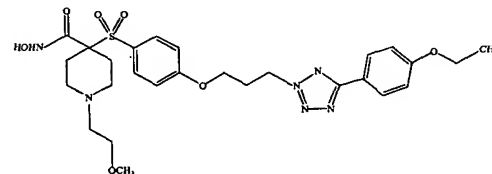
(193-3),



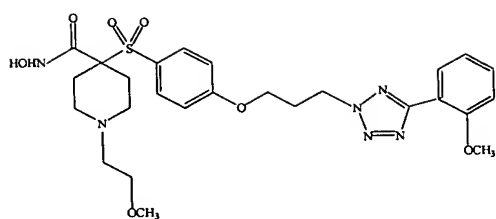
(193-4),



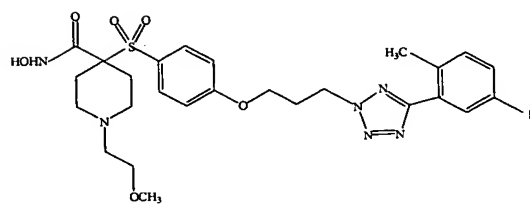
(193-5),



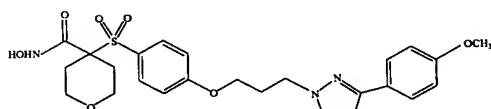
(193-6),



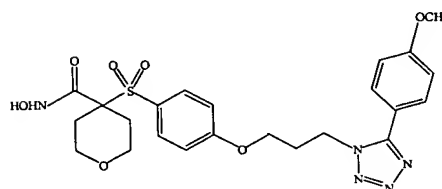
(193-7),



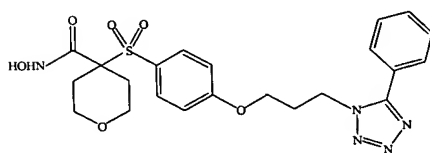
(193-8),



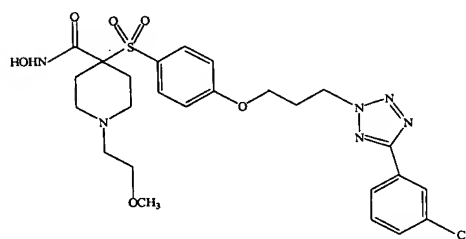
(193-9),



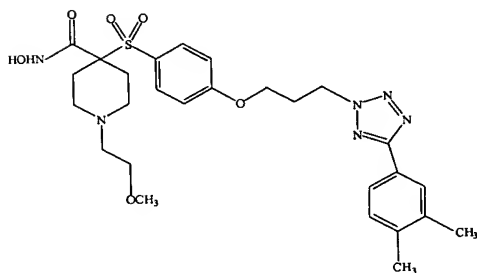
(193-10),



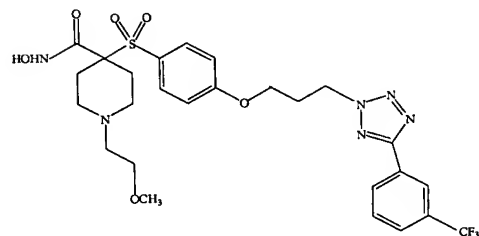
(193-11),



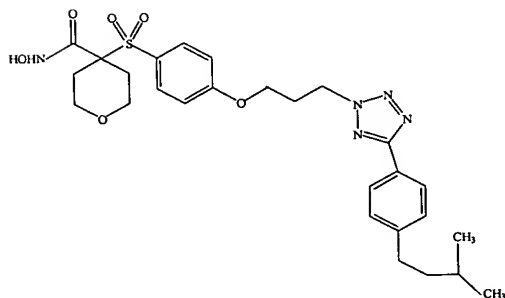
(193-12),



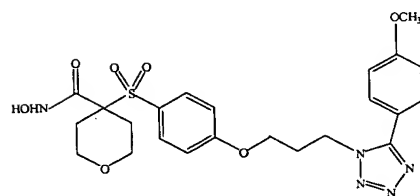
(193-13),



(193-14),

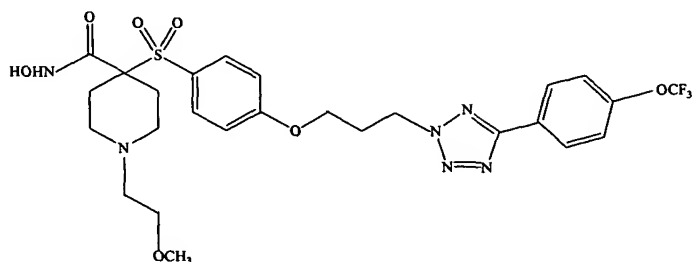


(193-15), and



(193-16).

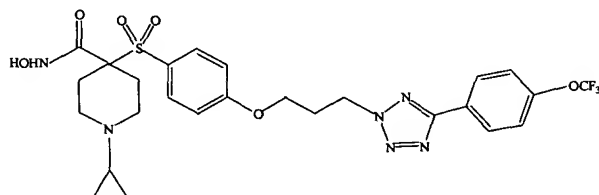
194. A compound or salt thereof according to claim 192, wherein the compound corresponds in structure to the following formula:



(194-1).

5

195. A compound or salt thereof according to claim 192, wherein the compound corresponds in structure to the following formula:

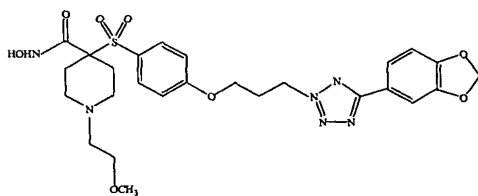


(195-1).

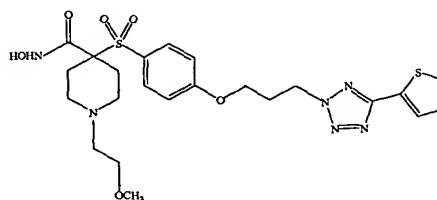
10

196. A compound or salt thereof according to claim 191, wherein E⁵ is heterocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶,
15 -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

197. A compound or salt thereof according to claim 196, wherein the compound corresponds in structure to a formula selected from the group consisting of:



and



(197-1)

(197-2).

198. A compound or salt thereof according to claim 128, wherein E³ is
5 cyclopropyl, cyclobutyl, cyclopentyl, cyclopentenyl, cyclopentadienyl, cyclohexyl,
cyclohexenyl, cyclohexadienyl, phenyl, naphthalenyl, tetrahydronaphthalenyl, indenyl,
isoindenyl, indanyl, bicyclodecanyl, anthracenyl, phenanthrenyl, benzonaphthenyl,
fluorenyl, decaliny, and norpinanyl, wherein:

any member of such group optionally is substituted with one or more
10 substituents independently selected from the group consisting of halogen, -OH,
keto, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, carbocyclyl,
carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein:

any such substituent (except halogen, -OH, or keto) optionally is
substituted with one or more substituents independently selected from the
15 group consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, C₁-C₆-alkylthio, halo-C₁-C₆-alkyl,
halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, and
halo-C₁-C₆-alkylthio.

199. A compound or salt thereof according to claim 198, wherein E³ is phenyl
optionally substituted with one or more substituents independently selected from the group
consisting of halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl,
carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₆-alkyl, wherein:

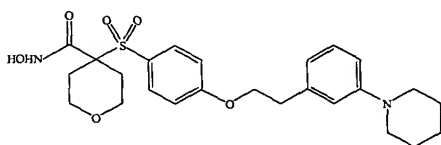
any such substituent (except halogen or -OH) optionally is substituted with
25 one or more substituents independently selected from the group consisting of

halogen, -OH, C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl,
C₁-C₆-alkylthio, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, and halo-C₁-C₆-alkylthio.

5 200. A compound or salt thereof according to claim 199, wherein E⁵ is selected
from the group consisting of piperidinyl, piperazinyl, imidazolyl, furanyl, thienyl,
pyridinyl, pyrimidyl, benzodioxolyl, benzodioxanyl, benzofuryl, and benzothieryl,
wherein

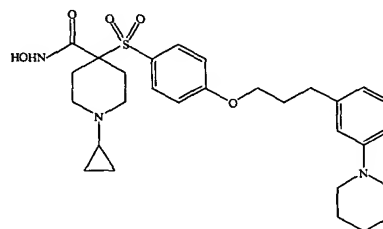
10 any member of such group optionally is substituted with one or more
substituents independently selected from the group consisting of halogen, -OH,
-NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl,
phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted
15 phenyl-C₁-C₆-alkyl.

201. A compound or salt thereof according to claim 200, wherein the
compound corresponds in structure to a formula selected from the group consisting of:



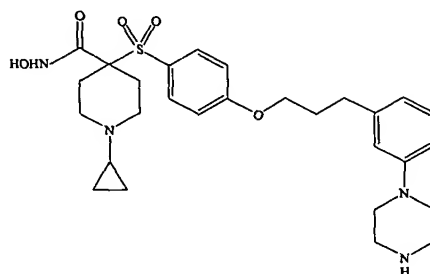
(201-1)

and



(201-2).

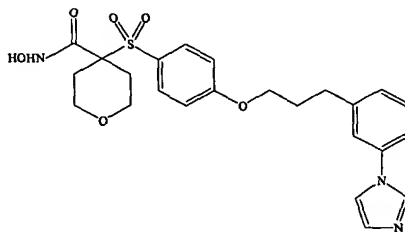
202. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to the following formula:



(202-1).

5

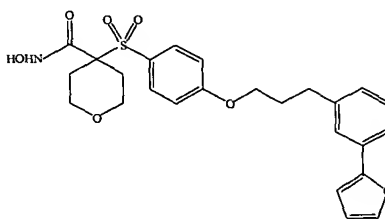
203. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to the following formula:



(203-1).

10

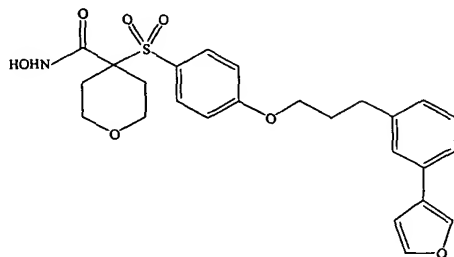
204. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to the following formula:



(204-1).

15

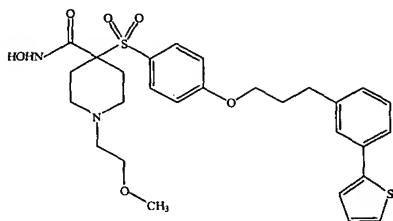
205. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to the following formula:



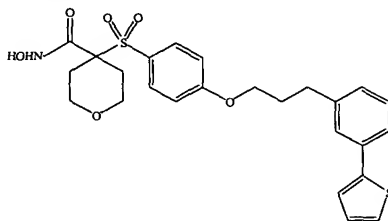
(205-1).

5

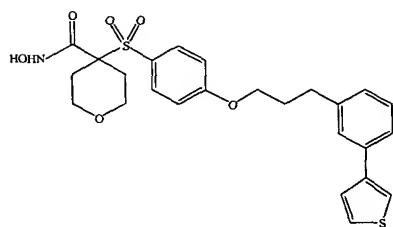
206. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to a formula selected from the group consisting of:



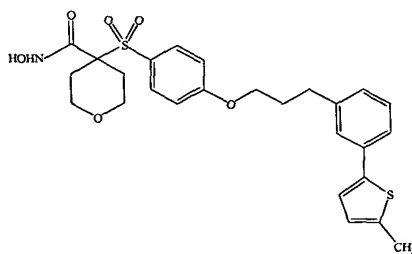
(206-1),



(206-2),

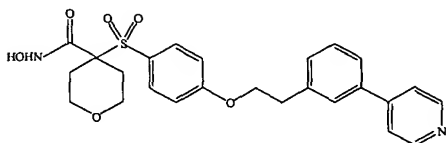


(206-3), and

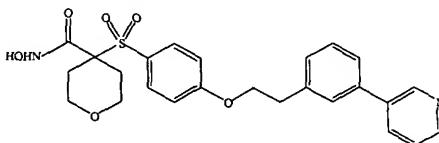


(206-4).

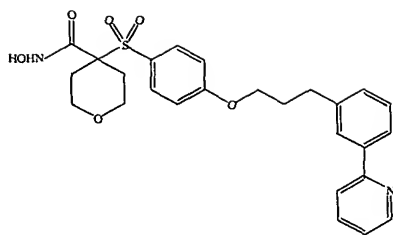
207. A compound or salt thereof according to claim 200, wherein the compound
10 corresponds in structure to a formula selected from the group consisting of:



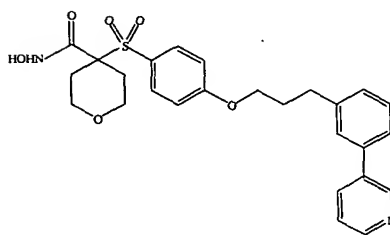
(207-1),



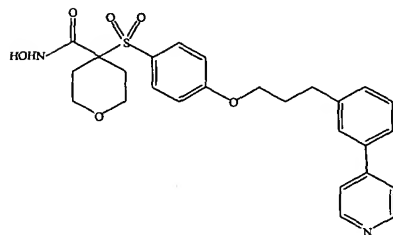
(207-2),



(207-3),

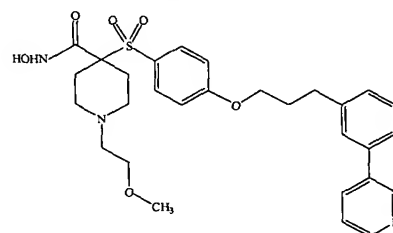


(207-4), and

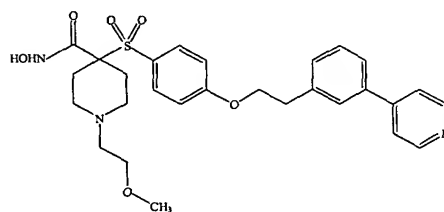


(207-5).

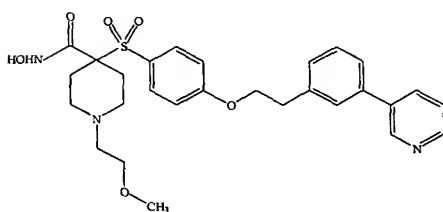
208. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to a formula selected from the group consisting of:



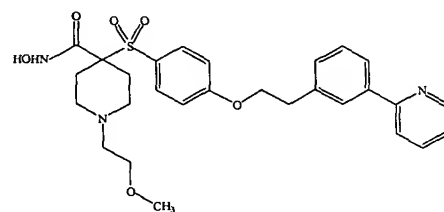
(208-1),



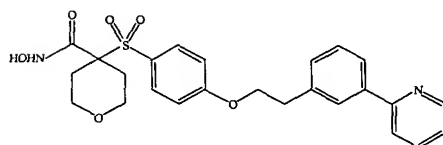
(208-2),



(208-3),

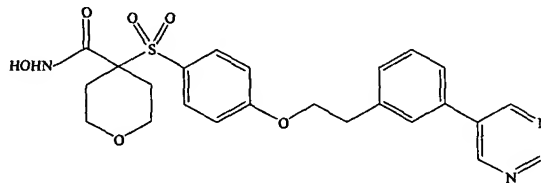


(208-4), and



(208-5).

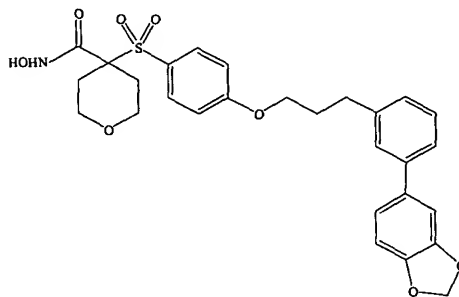
209. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to the following formula:



5

(209-1).

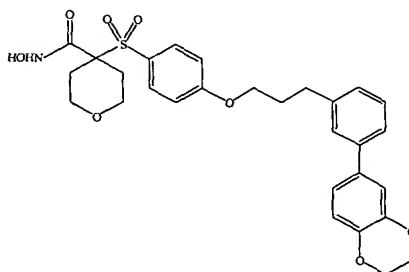
210. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to the following formula:



10

(210-1).

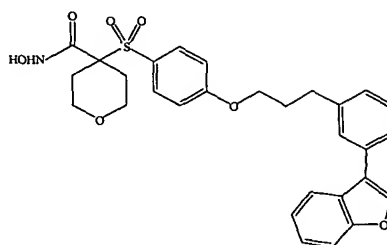
211. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to the following formula:



15

(211-1).

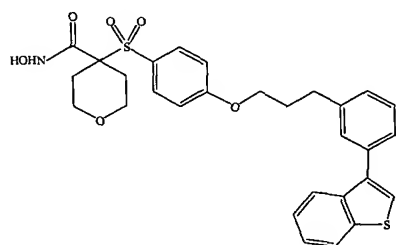
212. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to the following formula:



(212-1).

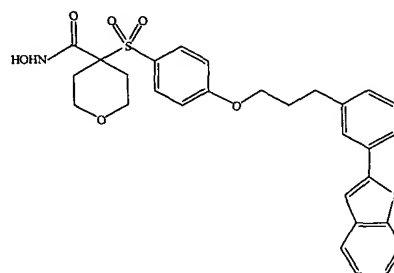
5

213. A compound or salt thereof according to claim 200, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(213-1)

and

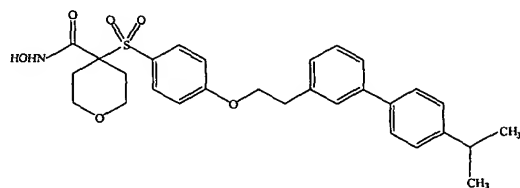


(213-1).

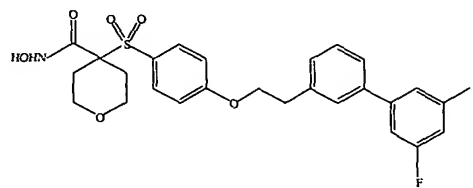
214. A compound or salt thereof according to claim 199, wherein E⁵ is selected from the group consisting of phenyl and naphthalenyl, wherein:

the phenyl and naphthalenyl optionally are substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁶)(R⁷), -C(O)(R⁸), -S-R⁶, -S(O)₂-R⁶, phenyl, phenyl-C₁-C₆-alkyl, halo-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, halophenyl, and halogen-substituted phenyl-C₁-C₆-alkyl.

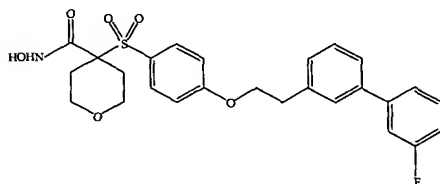
215. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to a formula selected from the group consisting of:



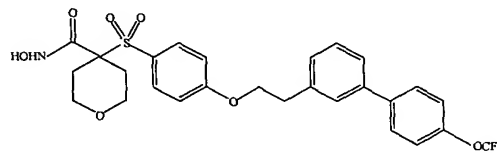
(215-1),



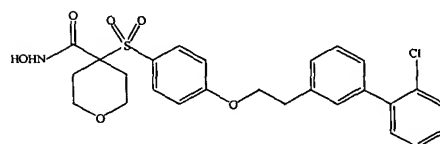
(215-2),



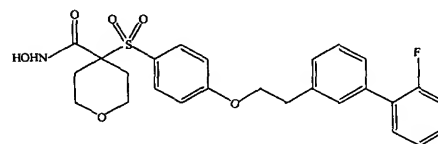
(215-3),



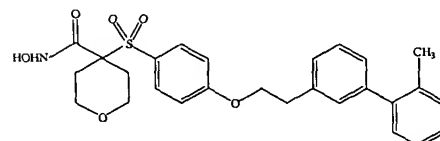
(215-4),



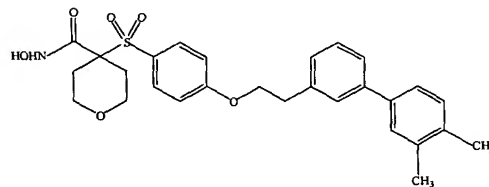
(215-5),



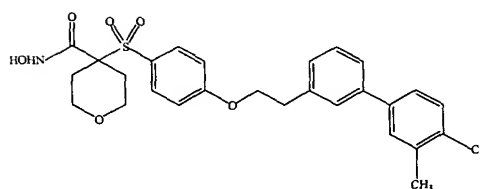
(215-6),



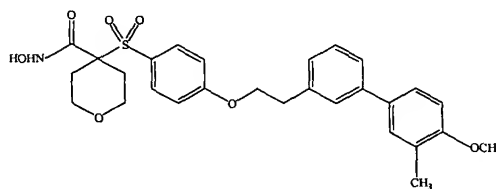
(215-7),



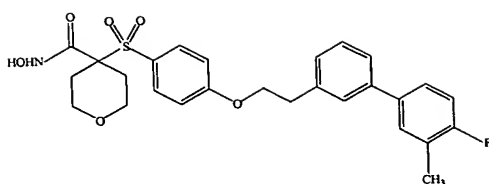
(215-8),



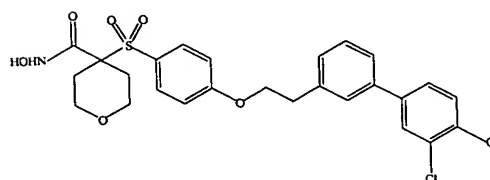
(215-9),



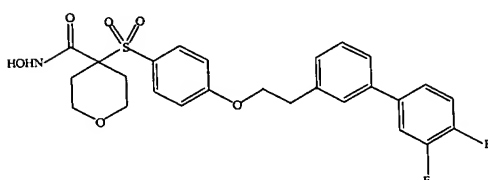
(215-10),



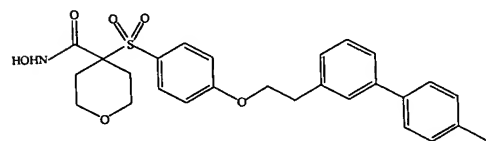
(215-11),



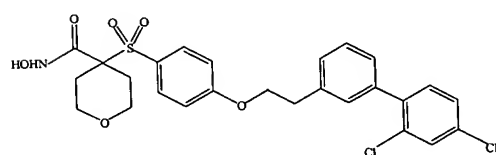
(215-12),



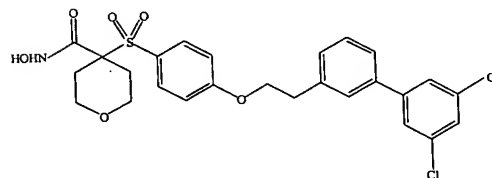
(215-13),



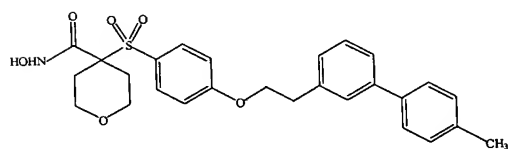
(215-14),



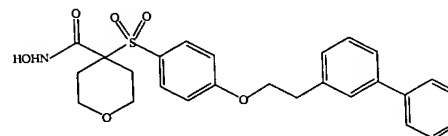
(215-15),



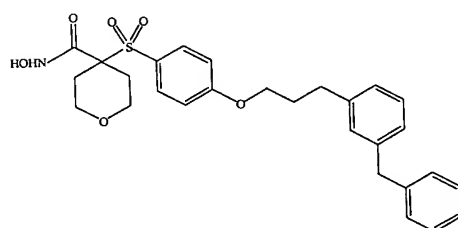
(215-16),



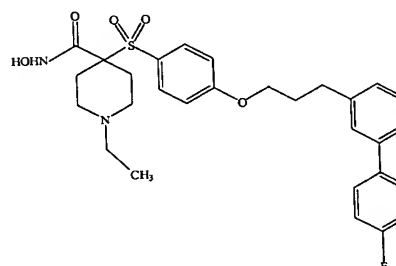
(215-17),



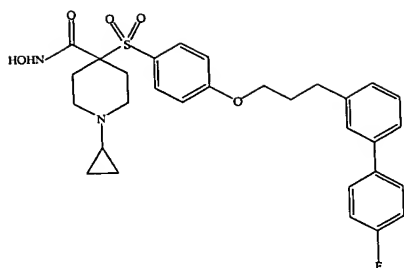
(215-18),



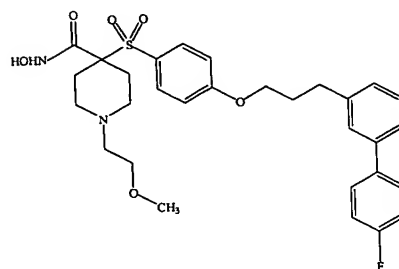
(215-19),



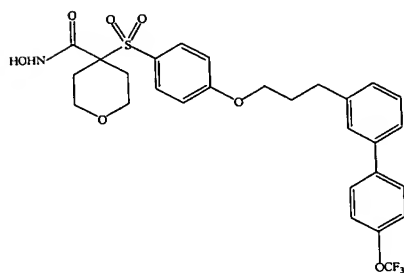
(215-20),



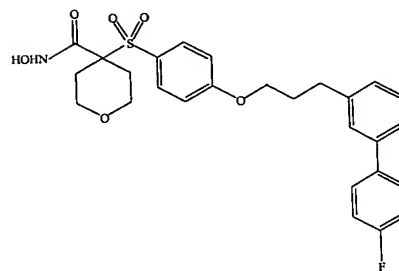
(215-21),



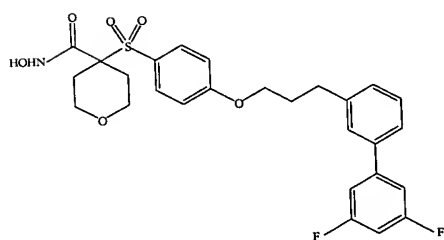
(215-22),



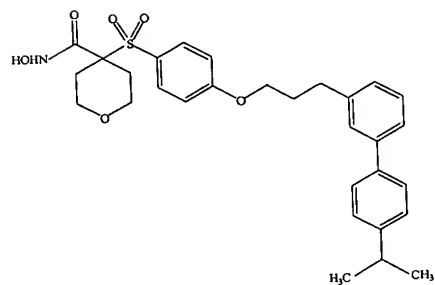
(215-23),



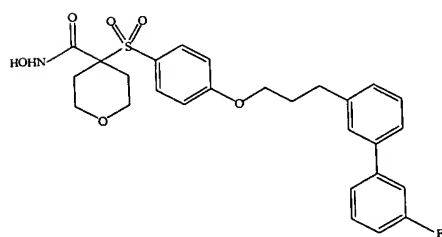
(215-24),



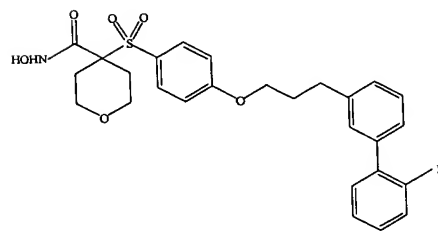
(215-25),



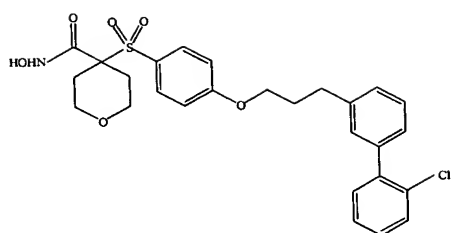
(215-26),



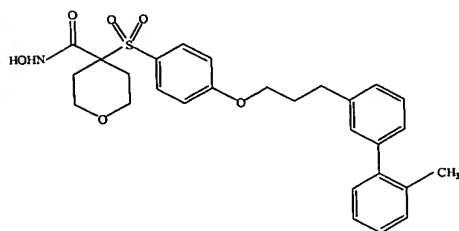
(215-27),



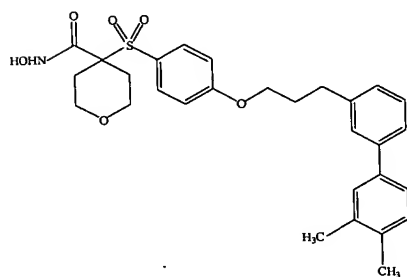
(215-28),



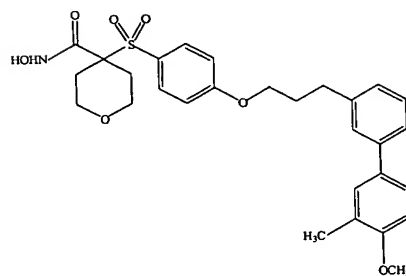
(215-29),



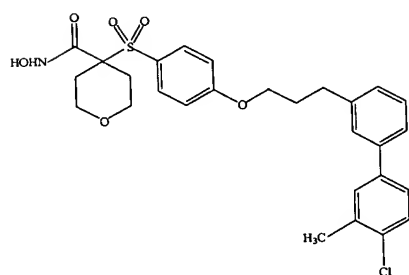
(215-30),



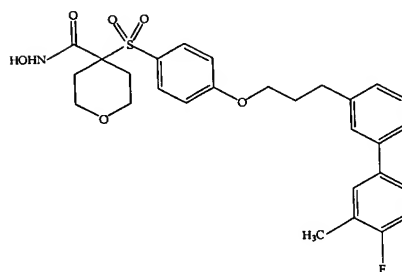
(215-31),



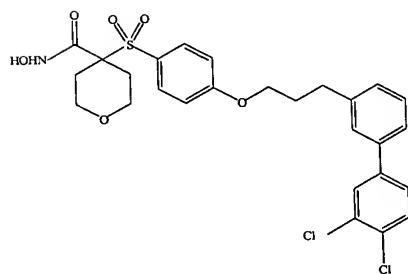
(215-32),



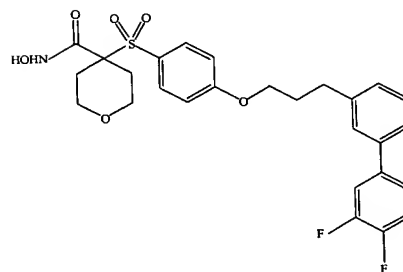
(215-33),



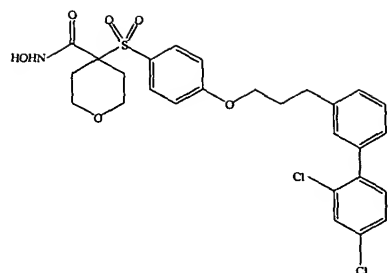
(215-34),



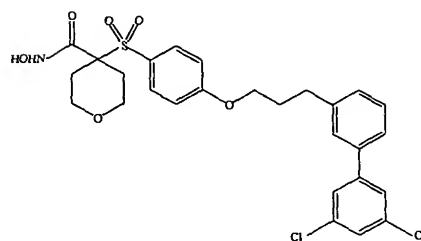
(215-35),



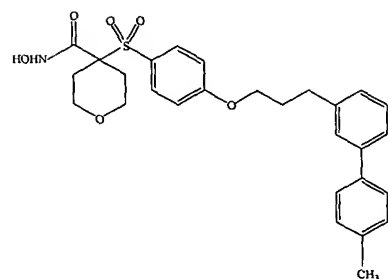
(215-36),



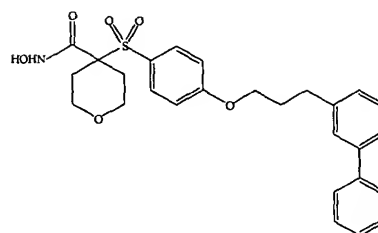
(215-37),



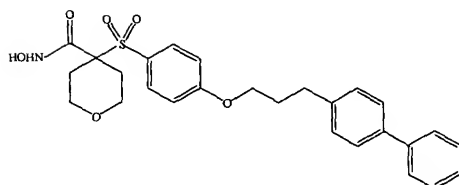
(215-38),



(215-39),

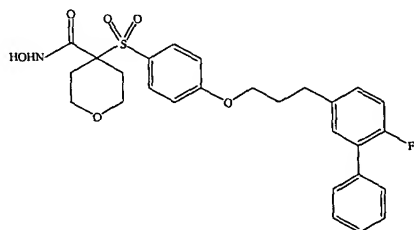


(215-40), and

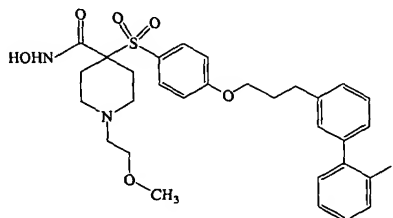


(215-41).

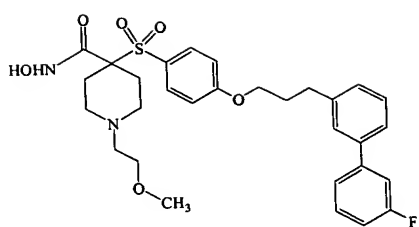
216. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to a formula selected from the group consisting of:



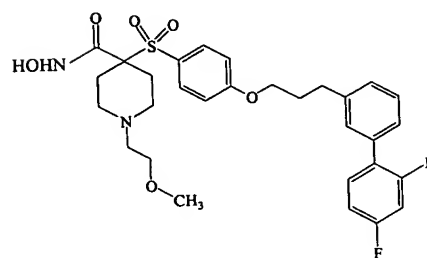
(216-1),



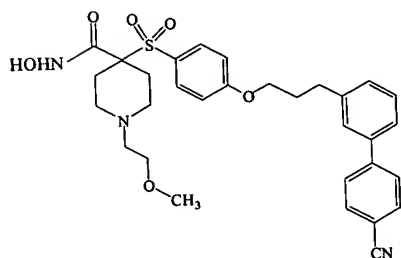
(216-2),



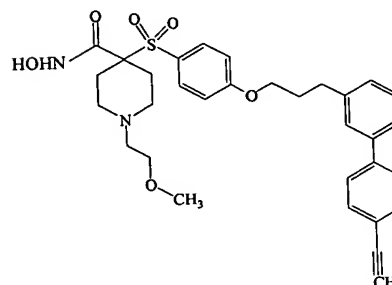
(216-3),



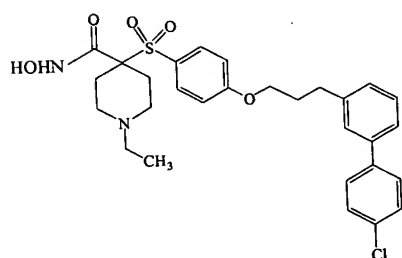
(216-4),



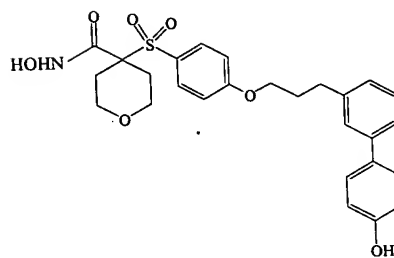
(216-5),



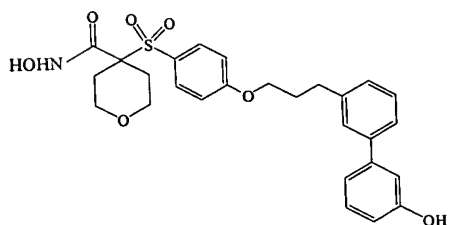
(216-6),



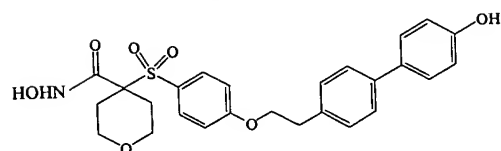
(216-7),



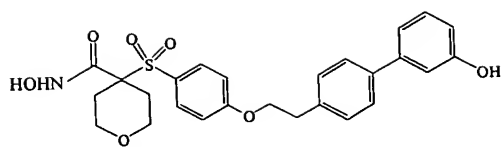
(216-8),



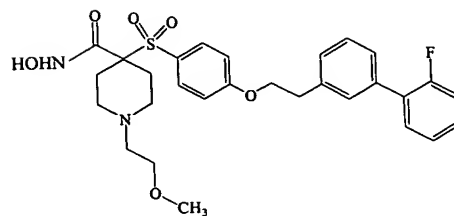
(216-9),



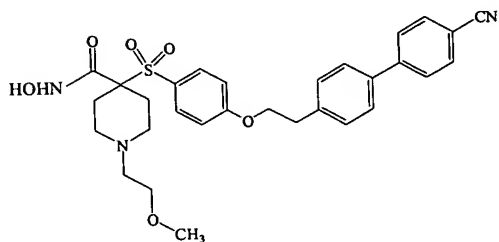
(216-10),



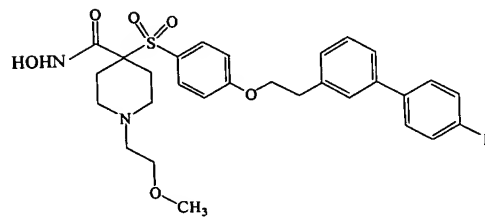
(216-11),



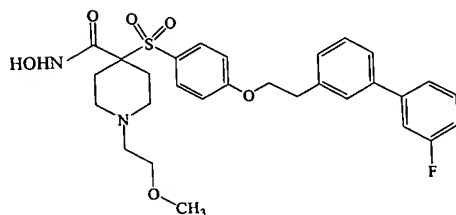
(216-12),



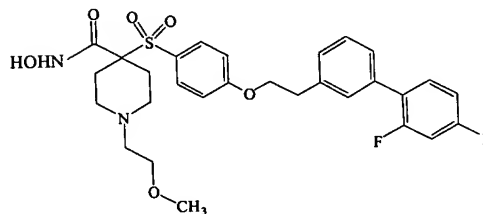
(216-13),



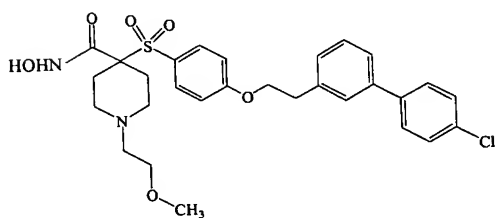
(216-14),



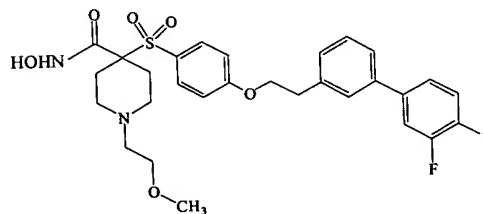
(216-15),



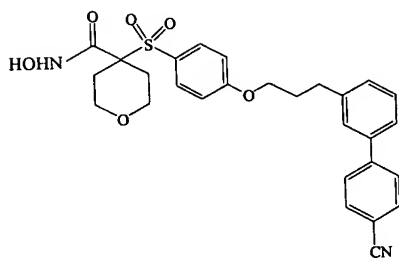
(216-16),



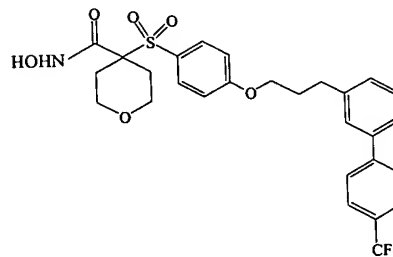
(216-17),



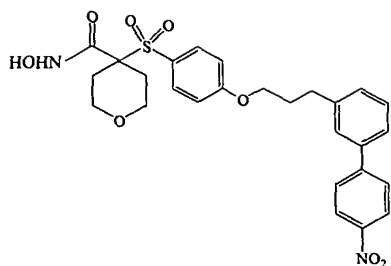
(216-18),



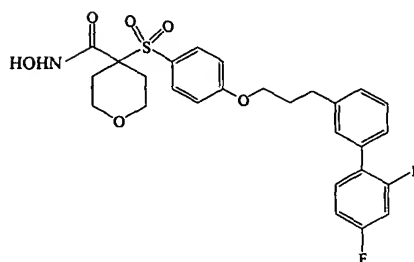
(216-19),



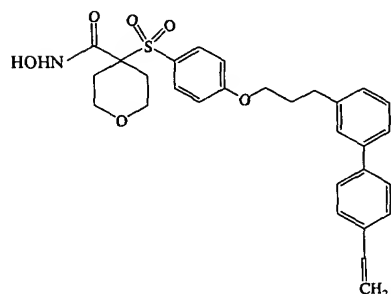
(216-20),



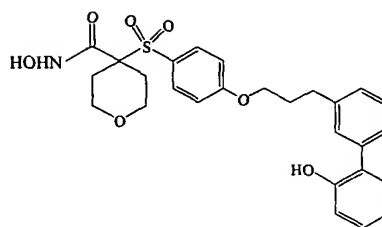
(216-21),



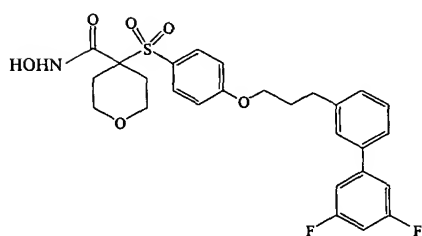
(216-22),



(216-23),

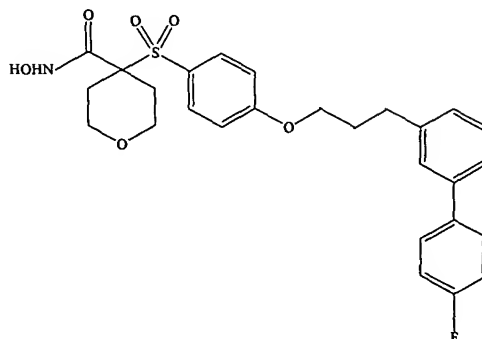


(216-24), and



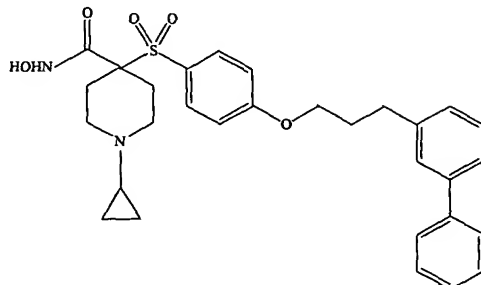
(216-25).

217. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to the following formula:



(217-1).

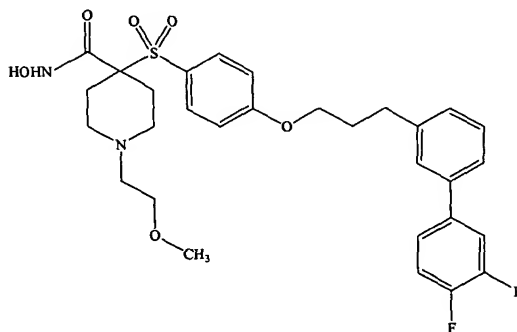
218. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to the following formula:



5

(218-1).

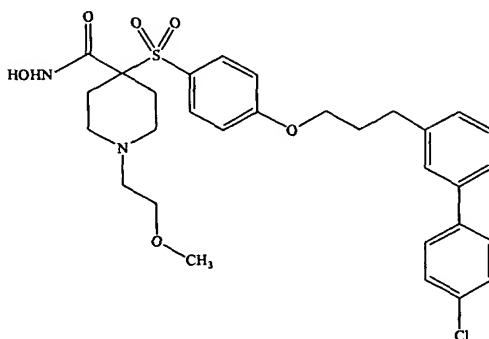
219. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to the following formula:



10

(219-1).

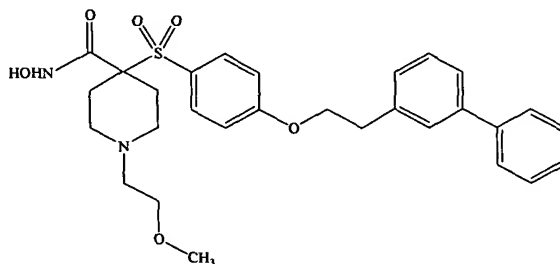
220. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to the following formula:



(220-1).

5

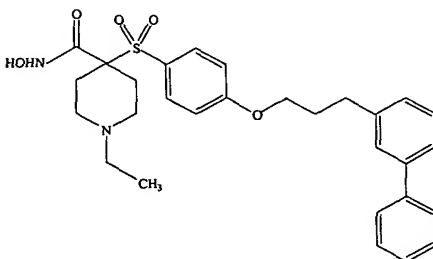
221. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to the following formula:



(221-1).

10

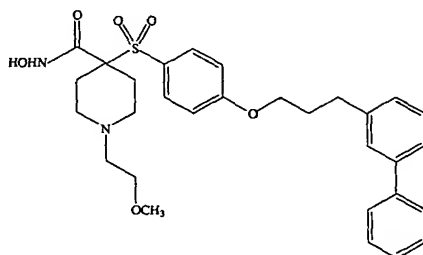
222. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to the following formula:



(222-1).

15

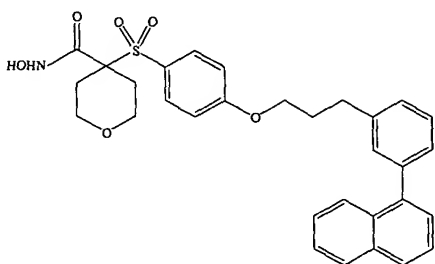
223. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to the following formula:



(223-1).

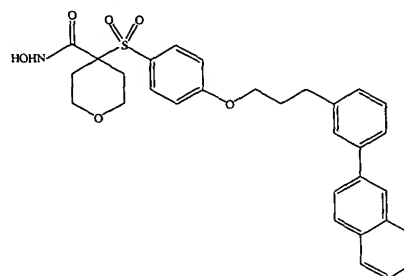
5

224. A compound or salt thereof according to claim 214, wherein the compound corresponds in structure to the following formula:



(224-1)

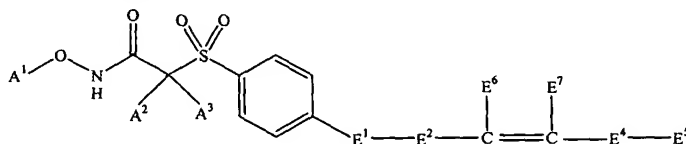
and



(224-2).

225. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 225-1:



(225-1);

A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl,

heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),

heterocyclalkyl(thiocarbonyl), carbocyclalkoxy(thiocarbonyl), carbocyclalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

5 A^2 and A^3 , together with the carbon atom to which they are both attached, form an optionally-substituted heterocycl containing from 5 to 8 ring members; and

E^1 is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

E^2 is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally
10 is substituted; and

E^4 is selected from the group consisting of a bond and alkyl, wherein the alkyl optionally is substituted; and

E^5 is selected from the group consisting of alkyl, alkenyl, alkynyl, alkoxy, alkoxyalkyl, carbocycl, and heterocycl, wherein any member of such group optionally
15 is substituted; and

E^6 is selected from the group consisting of -H, halogen, and alkyl, wherein the alkyl optionally is substituted;

E^7 is selected from the group consisting of -H, alkyl, alkenyl, alkynyl, -S(O)₂-R³, -NO₂, -C(O)-N(R³)(R⁴), -(C)(OR³), carbocycl, carbocyclalkyl, alkoxy carbocycl, -CN, -C=N-OH, and -C=NH, wherein the alkyl, alkenyl, alkynyl, carbocycl,
20 carbocyclalkyl, or alkoxy carbocycl optionally is substituted; and

R^1 and R^2 are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

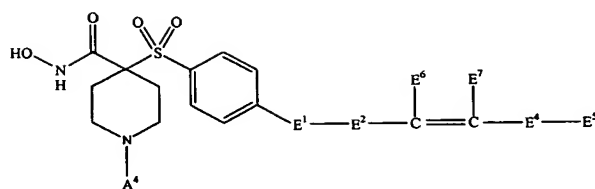
R^3 and R^4 are independently selected from the group consisting of -H, alkyl, carbocycl, carbocyclalkyl, heterocycl, heterocyclalkyl, wherein any member
25 (except -H) of such group optionally is substituted; and

 neither R^1 nor R^2 forms a ring structure with E^2 , E^4 , E^5 , E^6 , or E^7 .

226. A compound or salt thereof according to claim 225, wherein:

30 A^1 is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxy carbonyl, carbocyclcarbonyl, carbocycl-C₁-C₈-alkylcarbonyl,

heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxy carbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R⁵)(R⁶)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
5 heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R⁵)(R⁶)-C₁-C₈-alkyl(thiocarbonyl); and
E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more substituents
10 independently selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and
E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, and halo-C₁-C₂₀-alkyl; and
E⁵ is selected from the group consisting of C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl,
15 C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, carbocyclyl, and heterocyclyl, wherein:
the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, or C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN,
20 and
the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy, -N(R⁷)(R⁸), -C(O)(R⁹), -S-R⁷,
25 -S(O)₂-R⁷, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl; and
E⁶ is selected from the group consisting of -H, halogen, and C₁-C₆-alkyl, wherein the C₁-C₆-alkyl optionally is substituted with one or more halogen;
E⁷ is selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkenyl,
30 C₁-C₈-alkynyl, -S(O)₂-R³, -NO₂, -C(O)-N(R³)(R⁴), -(C)(OR³), carbocyclyl, carbocyclyl-C₁-C₈-alkyl, C₁-C₈-alkoxycarbocyclyl, -CN, -C=N-OH, and -C=NH, wherein



(227-2); and

A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxy carbonyl, alkoxy carbonylalkyl, alkoxy carbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl, heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl, heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

20

228. A compound or salt thereof according to claim 227, wherein E⁵ is phenyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halo-C₁-C₆-alkoxy, -N(R⁷)(R⁸), -C(O)(R⁹), -S-R⁷, -S(O)₂-R⁷, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl.

25

229. A compound or salt thereof according to claim 228, wherein E⁴ is a bond.

the C₁-C₆-alkyl, C₁-C₈-alkenyl, C₁-C₈-alkynyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, or C₁-C₈-alkoxycarbocyclyl optionally is substituted with one or more halogen; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, and halo-C₁-C₈-alkyl; and

5 R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

R⁵ and R⁶ are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and
10 carbocyclyl-C₁-C₈-alkoxycarbonyl; and

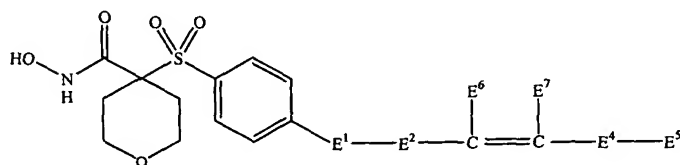
R⁷ and R⁸ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

15 R⁹ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R¹⁰, -N(R¹⁰)(R¹¹), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

R¹⁰ and R¹¹ are independently selected from the group consisting of -H,
20 C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

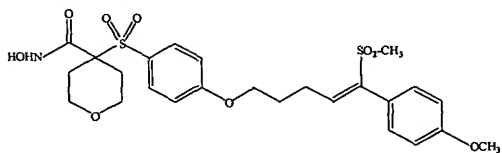
227. A compound or salt thereof according to claim 226, wherein:

25 the compound corresponds in structure to a formula selected from the group consisting of:

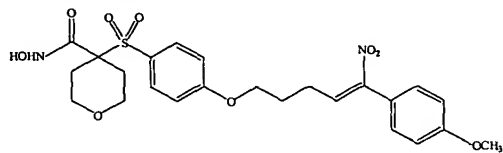


(227-1) and

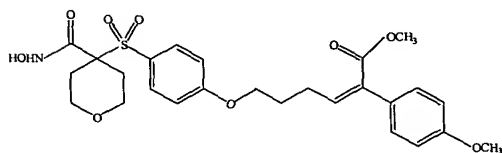
230. A compound or salt thereof according to claim 229, wherein the compound corresponds in structure to a formula selected from the group consisting of:



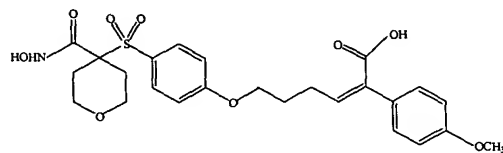
(230-1),



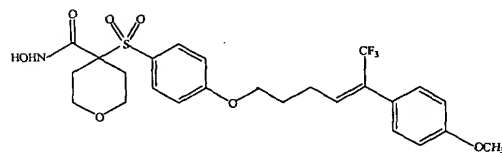
(230-2),



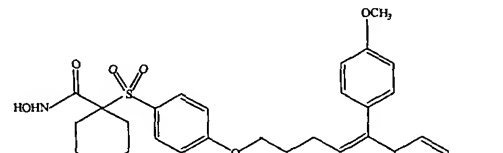
(230-3),



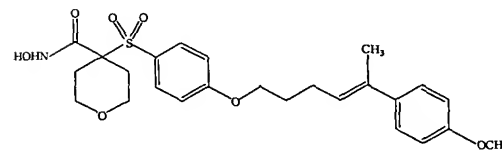
(230-4),



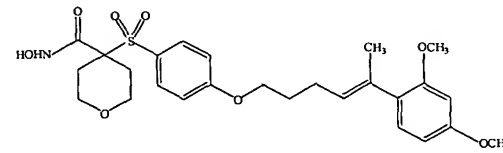
(230-5),



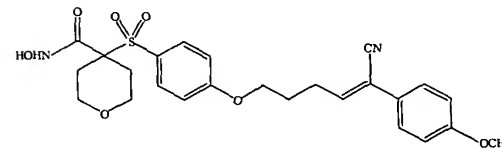
(230-6),



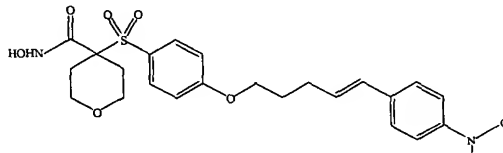
(230-7),



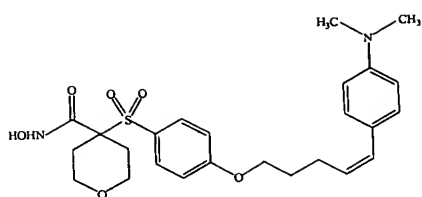
(230-8),



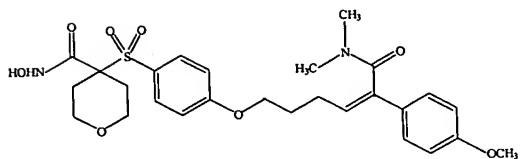
(230-9),



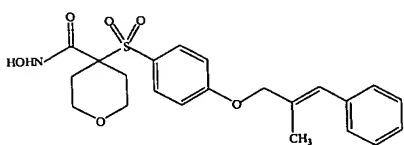
(230-10),



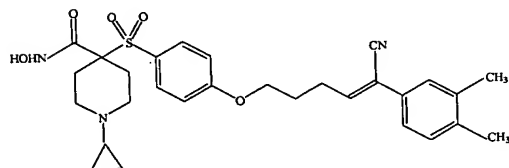
(230-11),



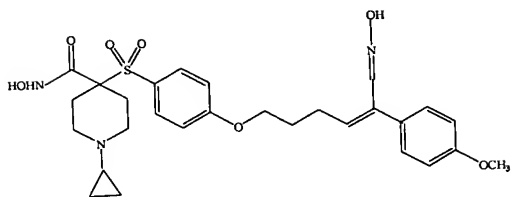
(230-12),



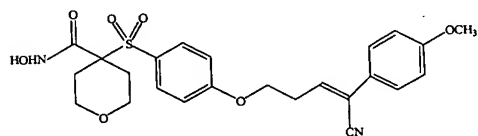
(230-13),



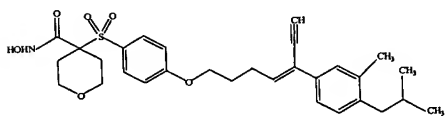
(230-14),



(230-15),

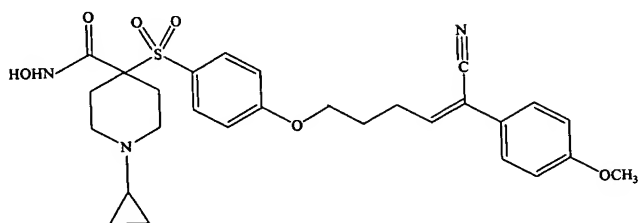


(230-16), and



(230-17).

231. A compound or salt thereof according to claim 229, wherein the compound corresponds in structure to the following formula:



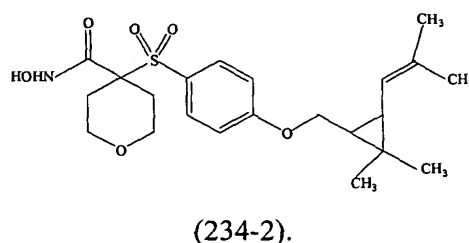
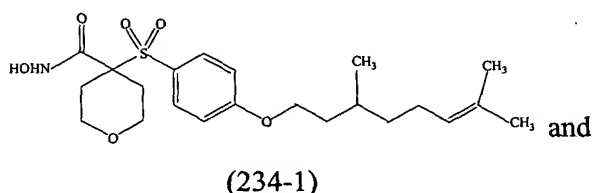
(231-1).

232. A compound or salt thereof according to claim 227, wherein E⁵ is selected from the group consisting of C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, C₁-C₆-alkoxy, and C₁-C₆-alkoxy-C₁-C₆-alkyl, wherein:

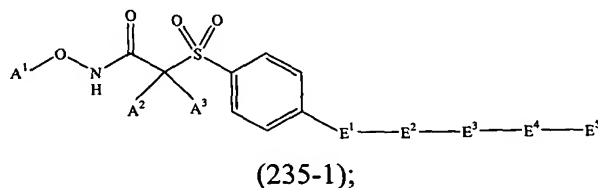
any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN.

233. A compound or salt thereof according to claim 232, wherein E⁵ is C₁-C₆-alkyl.

234. A compound or salt thereof according to claim 233, wherein the compound corresponds in structure to a formula selected from the group consisting of:



235. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 235-1:



A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl),

carbocyclalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

5 E¹ is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -N(R³)-, -C(O)-N(R³)-, -N(R³)-C(O)-, and -C(R¹)(R²)-; and

E² is selected from the group consisting of a bond, alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member (except for the bond) of such group optionally is substituted; and

10 E³ is carbonylpyrrolidinyl, wherein the carbonylpyrrolidinyl optionally is substituted; and

E⁴ is selected from the group consisting of a bond, alkyl, and alkenyl, wherein the alkyl or alkenyl optionally is substituted; and

15 E⁵ is selected from the group consisting of alkyl, alkenyl, alkynyl, alkoxy, alkoxyalkyl, carbocyclyl, and heterocyclyl, wherein any member of such group optionally is substituted; and

R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

neither R¹ nor R² forms a ring structure with E², E³, E⁴, or E⁵.

20

236. A compound or salt thereof according to claim 235, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclcarbonyl, carbocycl-C₁-C₈-alkylcarbonyl, heterocyclcarbonyl, heterocycl-C₁-C₈-alkylcarbonyl, carbocycloxy carbonyl, carbocycl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocycl(thiocarbonyl), carbocycl-C₁-C₈-alkyl(thiocarbonyl), heterocycl(thiocarbonyl), heterocycl-C₁-C₈-alkyl(thiocarbonyl), carbocycloxy(thiocarbonyl), carbocycl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and

30 E² is selected from the group consisting of a bond, C₁-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl,

wherein any member of such group (except for the bond) optionally is substituted with one or more substituents independently selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

E³ is carbonylpyrrolidinyl, wherein the carbonylpyrrolidinyl optionally is substituted with one or more halogen; and

E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, halo-C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, and halo-C₂-C₂₀-alkenyl; and

E⁵ is selected from the group consisting of C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, carbocyclyl, and heterocyclyl, wherein:

the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, or C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN, and

the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, and halo-C₁-C₆-alkyl; and

R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and

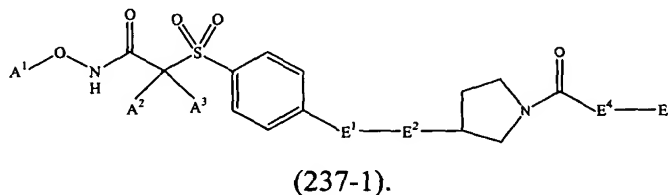
R⁵ and R⁶ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

R⁷ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁸, -N(R⁸)(R⁹), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl,

carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

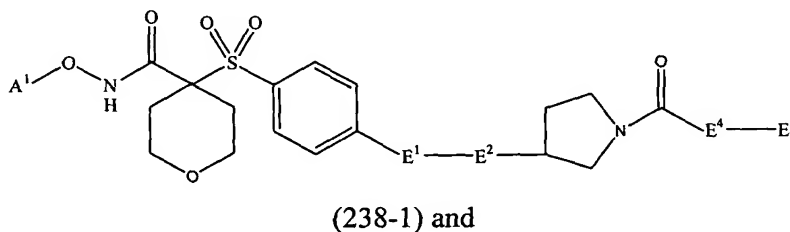
R⁸ and R⁹ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
5 any member (except -H) of such group optionally is substituted with one or more halogen.

237. A compound or salt thereof according to claim 236, wherein the compound corresponds in structure to Formula 237-1:

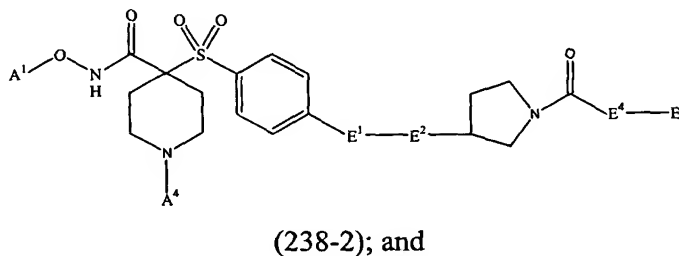


10

238. A compound or salt thereof according to claim 237, wherein:
the compound corresponds in structure to a formula selected from the group
consisting of:



15



A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl,
20 alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl,
alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl,
alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsufoxidoalkyl, alkylthioalkenyl,

alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl,
carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl,
carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl,
carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl,
5 carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl,
heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl,
heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl,
heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl,
heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl,
10 heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl,
aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl,
aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

15 239. A compound or salt thereof according to claim 238, wherein E⁵ is selected
from the group consisting of carbocyclyl and heterocyclyl, wherein:

the carbocyclyl or heterocyclyl optionally is substituted with one or more
substituents independently selected from the group consisting of halogen, -OH,
-NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy,
20 C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl,
-N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl,
carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

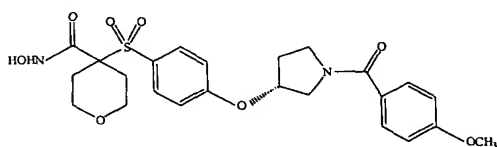
240. A compound or salt thereof according to claim 239, wherein E⁵ is
25 carbocyclyl optionally substituted with one or more substituents independently selected
from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl,
halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl,
halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵,
carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted
30 carbocyclyl-C₁-C₆-alkyl.

241. A compound or salt thereof according to claim 240, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted
- 5 C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

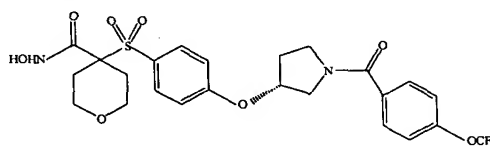
242. A compound or salt thereof according to claim 241, wherein E⁴ is a bond.

10

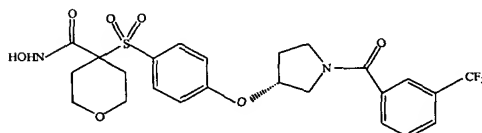
243. A compound or salt thereof according to claim 242, wherein the compound corresponds in structure to a formula selected from the group consisting of:



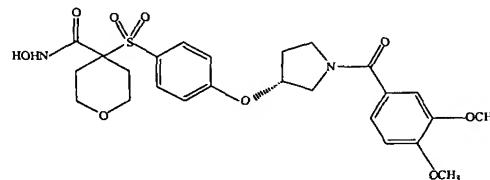
(243-1)



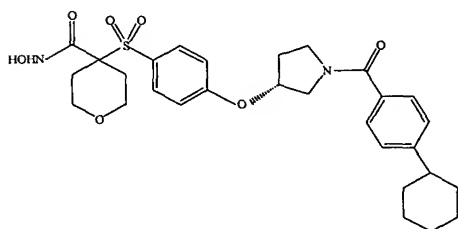
(243-2),



(243-3),



(243-4), and



(243-5).

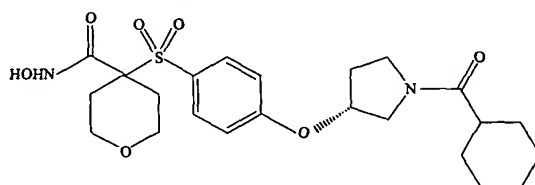
244. A compound or salt thereof according to claim 240, wherein E⁵ is
- 15 C₅-C₆-cycloalkyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl,

halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

5

245. A compound or salt thereof according to claim 244, wherein E⁴ is a bond.

246. A compound or salt thereof according to claim 245, wherein the compound corresponds in structure to the following formula:



10

(246-1).

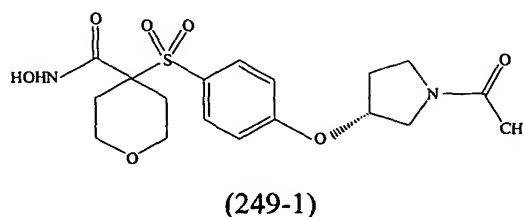
247. A compound or salt thereof according to claim 238, wherein E⁵ is selected from the group consisting of C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, wherein:
the C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy, or C₁-C₈-alkoxy-C₁-C₈-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN.

15

248. A compound or salt thereof according to claim 247, wherein E⁴ is a bond, and E⁵ is C₁-C₈-alkyl.

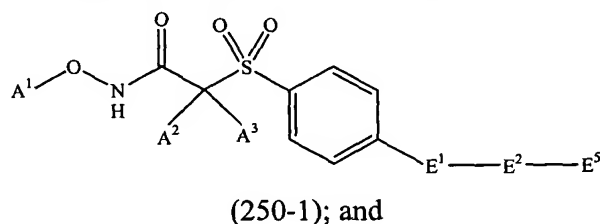
20

249. A compound or salt thereof according to claim 248, wherein the compound corresponds in structure to the following formula:



5

250. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 250-1:



10

A^1 is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

15

A^2 and A^3 , together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

20

E^1 is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

E^2 is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, alkyl, and haloalkyl; and

25

E⁵ is selected from the group consisting of alkyl, alkenyl, alkynyl, cycloalkyl, cyclopentenyl, cyclopentadienyl, cyclohexenyl, and cyclohexadienyl, wherein the alkyl, alkenyl, or alkynyl (a) contains at least 4 carbon atoms, and (b) optionally is substituted with one or more substituents selected from the group consisting of -OH, -NO₂, -CN, and halogen, and the cycloalkyl, cyclopentenyl, cyclopentadienyl, cyclohexenyl, or cyclohexadienyl optionally is substituted; and R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and neither R¹ nor R² forms a ring structure with E⁵.

251. A compound or salt thereof according to claim 250, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and E⁵ is selected from the group consisting of C₄-C₂₀-alkyl, C₄-C₂₀-alkenyl, and C₄-C₂₀-alkynyl, cycloalkyl, cyclopentenyl, cyclopentadienyl, cyclohexenyl, and cyclohexadienyl, wherein: the C₄-C₂₀-alkyl, C₄-C₂₀-alkenyl, or C₄-C₂₀-alkynyl optionally is substituted with one or more substituents independently selected from the group consisting of -OH, -NO₂, -CN, and halogen, and

the cycloalkyl, cyclopentenyl, cyclopentadienyl, cyclohexenyl, or cyclohexadienyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl; and R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl,

and halo-C₁-C₈-alkyl; and

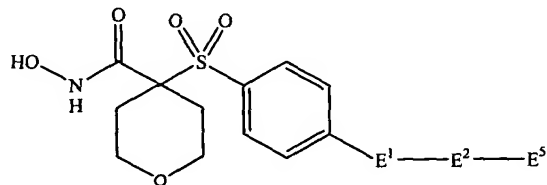
R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R⁵ and R⁶ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

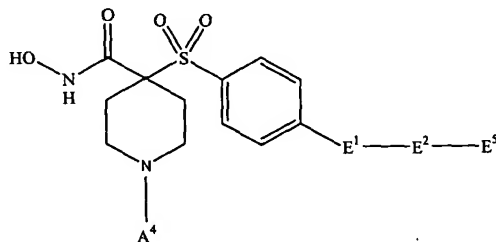
R⁷ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁸, -N(R⁸)(R⁹), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

R⁸ and R⁹ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

252. A compound or salt thereof according to claim 251, wherein:
the compound corresponds in structure to a formula selected from the group
consisting of:



(252-1) and



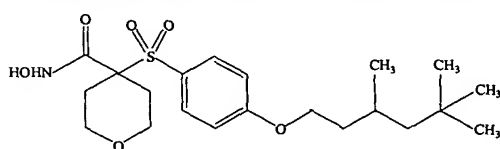
(252-2); and

A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl,
alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl,
10 alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl,
alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl,
alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl,
carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl,
carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl,
15 carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl,
carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl,
heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl,
heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl,
heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl,
20 heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl,
heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl,
aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl,
aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:
any member (except -H) of such group optionally is substituted.

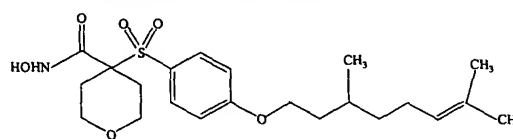
253. A compound or salt thereof according to claim 252, wherein E⁵ is selected from the group consisting of C₄-C₈-alkyl, C₄-C₈-alkenyl, and C₄-C₈-alkynyl, wherein:

the C₄-C₈-alkyl, C₄-C₈-alkenyl, or C₄-C₈-alkynyl optionally is substituted with one or more substituents independently selected from the group consisting of -OH, -NO₂, -CN, and halogen.

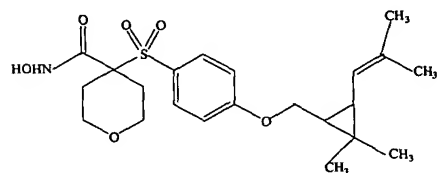
254. A compound or salt thereof according to claim 253, wherein the compound corresponds in structure to a formula selected from the group consisting of:



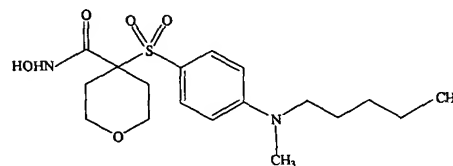
(254-1),



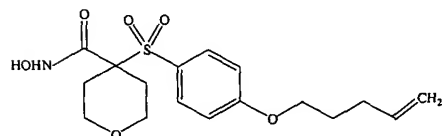
(254-2),



(254-3),

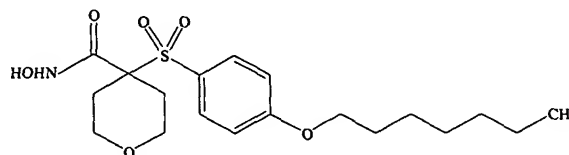


(254-4), and



(254-5).

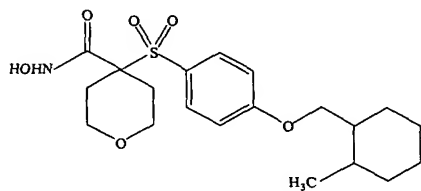
255. A compound or salt thereof according to claim 253, wherein the compound corresponds in structure to the following formula:



(255-1).

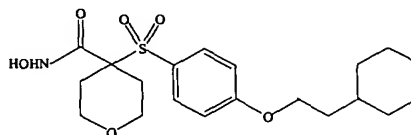
256. A compound or salt thereof according to claim 252, wherein E⁵ is C₃-C₆-cycloalkyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

257. A compound or salt thereof according to claim 256, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(257-1)

and

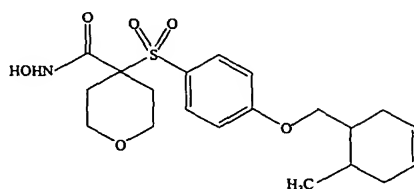


(257-2).

258. A compound or salt thereof according to claim 252, wherein E⁵ is selected from the group consisting of cyclopentenyl, cyclopentadienyl, cyclohexenyl, and cyclohexadienyl, wherein:

any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

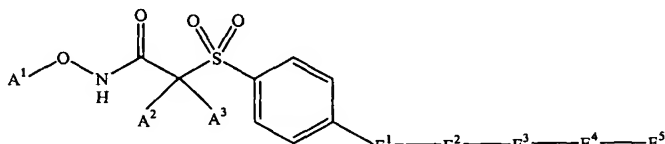
259. A compound or salt thereof according to claim 258, wherein the compound corresponds in structure to the following formula:



(259-1).

5

260. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 260-1:



(260-1); and

10 A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
15 heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

20 E¹ is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

25 E³ is carbonylpiperidinyl, wherein the carbonylpiperidinyl optionally is substituted; and

E⁴ is selected from the group consisting of a bond, alkyl, and alkenyl, wherein the alkyl or alkenyl optionally is substituted; and

E⁵ is selected from the group consisting of alkyl, alkenyl, alkynyl, alkoxy, alkoxyalkyl, carbocyclyl, and heterocyclyl, wherein any member of such group optionally
5 is substituted; and

R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

neither R¹ nor R² forms a ring structure with E², E³, E⁴, or E⁵.

10 261. A compound or salt thereof according to claim 260, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxy carbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl,
15 C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl,
20 wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

E³ is carbonylpiperidinyl, wherein the carbonylpiperidinyl optionally is substituted
25 with one or more halogen; and

E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, halo-C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, and halo-C₂-C₂₀-alkenyl; and

E⁵ is selected from the group consisting of C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, carbocyclyl, and heterocyclyl,
30 wherein:

the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, or C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN, and

5 the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, and
10 carbocyclyl-C₁-C₈-alkyl; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

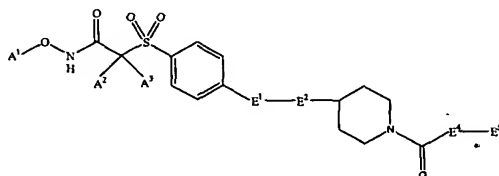
R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and
15 carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R⁵ and R⁶ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

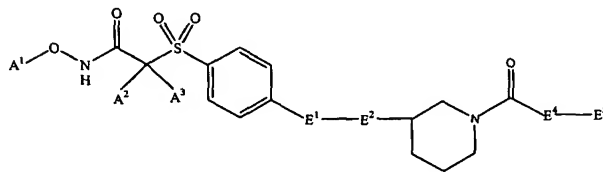
20 R⁷ is selected from the group consisting of -H, C₁-C₆-alkyl, -O-R⁸, -N(R⁸)(R⁹), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

R⁸ and R⁹ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
25 any member (except -H) of such group optionally is substituted with one or more halogen.

262. A compound or salt thereof according to claim 261, wherein the compound corresponds in structure to a formula selected from the group consisting of:

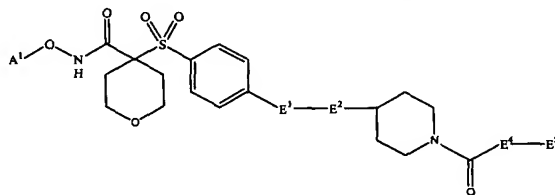


(262-1) and

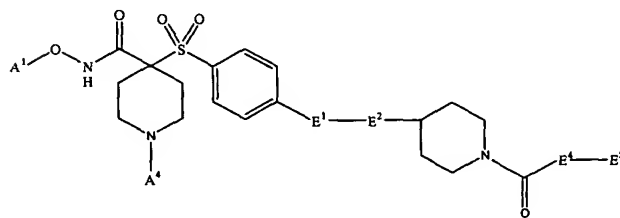


(262-2).

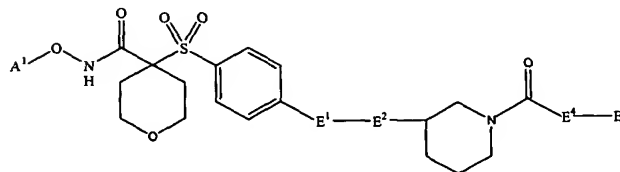
263. A compound or salt thereof according to claim 262, wherein the compound corresponds in structure to a formula selected from the group consisting of:



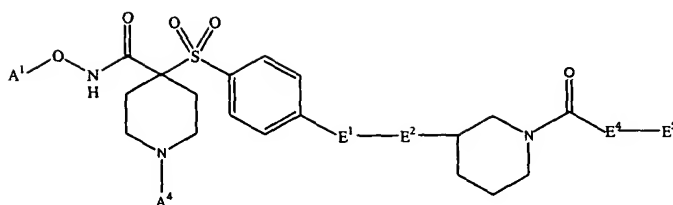
(263-1),



(263-2),



(263-3), and



(263-4); and

A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxy carbonyl, alkoxy carbonylalkyl, alkoxy carbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl, heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl, heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

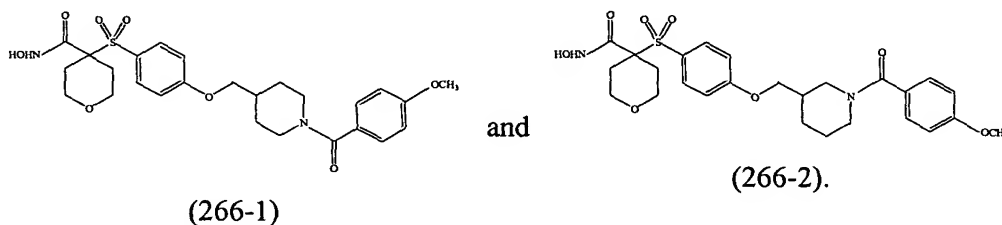
20

264. A compound or salt thereof according to claim 263, wherein E⁵ is phenyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

25

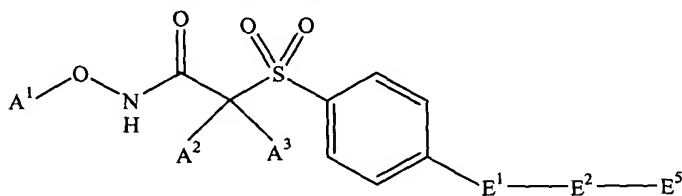
265. A compound or salt thereof according to claim 264, wherein E⁴ is a bond.

266. A compound or salt thereof according to claim 265, wherein the compound
5 corresponds in structure to a formula selected from the group consisting of:



267. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 267-1:



(267-1); and

A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl),
15 carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an
20 optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E¹ is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

E² forms a link of at least 3 carbon atoms between E¹ and E⁵; and

5 E⁵ is selected from the group consisting of optionally-substituted heterocyclyl, optionally-substituted fused-ring carbocyclyl, and substituted single-ring carbocyclyl; and

R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

neither R¹ nor R² forms a ring structure with E⁵.

10

268. A compound or salt thereof according to claim 267, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclylloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclylloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and

20 E² is selected from the group consisting of C₃-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkyl-cycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkyl-cycloalkyl-C₁-C₁₀-alkyl, wherein the any member of such group optionally is substituted with one or more halogen; and

25 E⁵ is selected from the group consisting of single-ring carbocyclyl, fused-ring carbocyclyl, and heterocyclyl, wherein:

the single-ring carbocyclyl:

is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵,

30

carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl,
halogen-substituted carbocyclyl-C₁-C₈-alkyl, optionally is
substituted on the same atom with two substituents independently
selected from the group consisting of alkyl and haloalkyl, the two
5 substituents together forming C₅-C₆-cycloalkyl or
halo-C₅-C₆-cycloalkyl, and
the heterocyclyl or fused-ring carbocyclyl:

optionally is substituted with one or more substituents
independently selected from the group consisting of halogen, -OH,
10 -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy,
halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted
C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵,
carbocyclyl, halocarbocyclyl, and carbocyclyl-C₁-C₆-alkyl,
optionally is substituted on the same atom with two substituents
15 independently selected from the group consisting of alkyl and
haloalkyl, the two substituents together forming C₅-C₆-cycloalkyl or
halo-C₅-C₆-cycloalkyl; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl,
and halo-C₁-C₈-alkyl; and

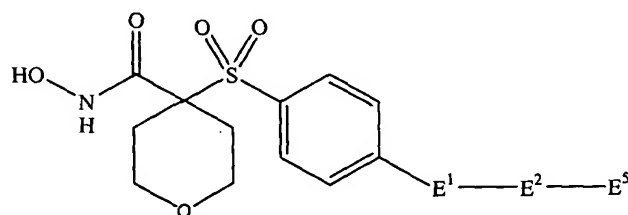
20 R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and
carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R⁵ and R⁶ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
25 any member (except -H) of such group optionally is substituted with one or more halogen;
and

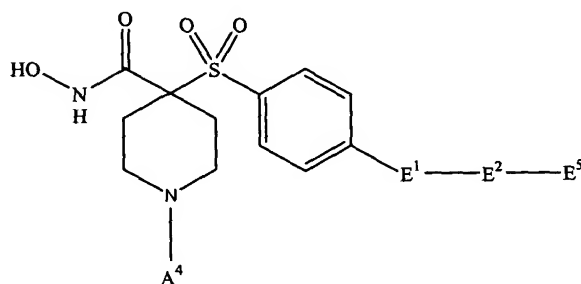
R⁷ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁸, -N(R⁸)(R⁹),
carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl,
carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or
30 more halogen; and

R^8 and R^9 are independently selected from the group consisting of -H, C_1 - C_8 -alkyl, carbocyclyl, carbocyclyl- C_1 - C_8 -alkyl, heterocyclyl, and heterocyclyl- C_1 - C_8 -alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

- 5 269. A compound or salt thereof according to claim 268, wherein:
the compound corresponds in structure to a formula selected from the group
consisting of:



(269-1) and



(269-2); and

- A^4 is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxy carbonyl, alkoxy carbonylalkyl, alkoxy carbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl,
- 10
15
20

heterocyclisulfoxidoalkenyl, heterocyclisulfonylalkenyl, heterocyclisulfonyl,
heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl,
heterocyclisulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl,
aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl,

5 aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

270. A compound or salt thereof according to claim 269, wherein E⁵ is
single-ring carbocyclyl, which:

10 is substituted with one or more substituents independently selected from the
group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl,
C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl,
halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted
15 carbocyclyl-C₁-C₆-alkyl; and

optionally is substituted on the same atom with two substituents
independently selected from the group consisting of alkyl and haloalkyl, the two
substituents together forming C₅-C₆-cycloalkyl or halo-C₅-C₆-cycloalkyl.

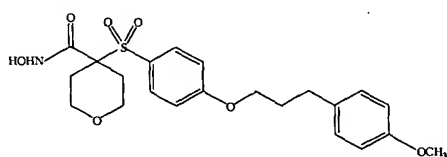
20 271. A compound or salt thereof according to claim 270, wherein E⁵ is
single-ring carbocyclyl substituted with one or more substituents independently selected
from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl,
halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl,
halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵,
25 carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted
carbocyclyl-C₁-C₆-alkyl.

272. A compound or salt thereof according to claim 271, wherein E⁵ is selected from the group consisting of cyclopropyl, cyclobutyl, cyclopentyl, cyclopentenyl, cyclopentadienyl, cyclohexyl, cyclohexenyl, cyclohexadienyl, and phenyl, wherein a member of such group:

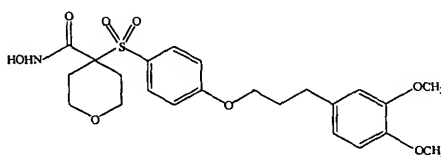
5 is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted
10 carbocyclyl-C₁-C₆-alkyl.

273. A compound or salt thereof according to claim 272, wherein E⁵ is phenyl substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy,
15 halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

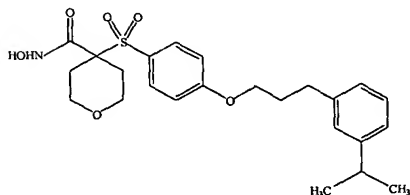
20 274. A compound or salt thereof according to claim 273, wherein the compound corresponds in structure to a formula selected from the group consisting of:



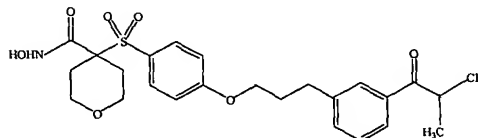
(274-1),



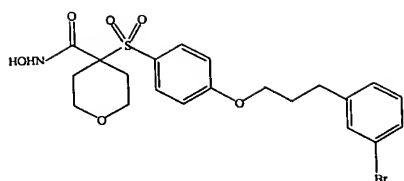
(274-2),



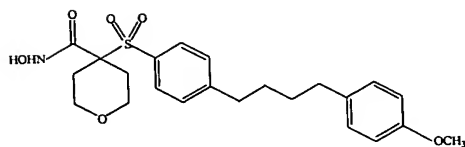
(274-3),



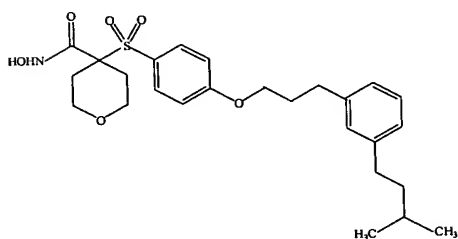
(274-4),



(274-5),

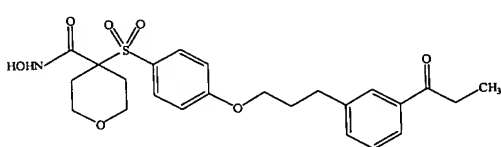


(274-6), and

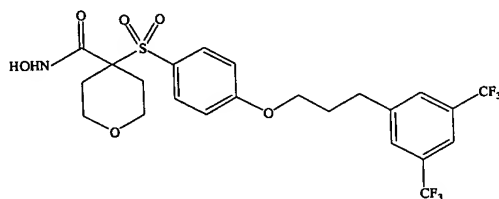


(274-7).

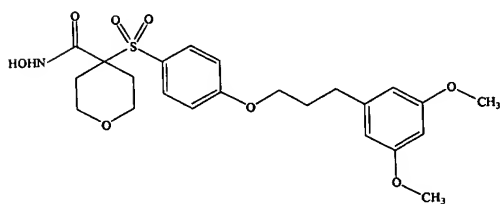
275. A compound or salt thereof according to claim 273, wherein the compound corresponds in structure to a formula selected from the group consisting of:



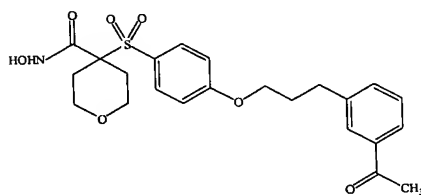
(275-1),



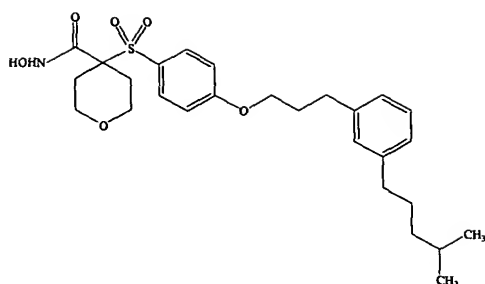
(275-2),



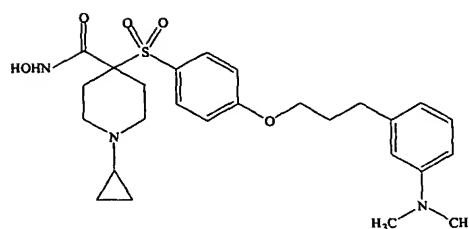
(275-3),



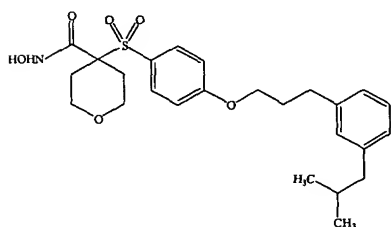
(275-4),



(275-5),



(275-6), and



(275-7).

276. A compound or salt thereof according to claim 269, wherein E⁵ is fused-ring carbocyclyl, which:

- optionally is substituted with one or more substituents independently
5 selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl; and
10 optionally is substituted on the same atom with two substituents independently selected from the group consisting of alkyl and haloalkyl, the two substituents together forming C₅-C₆-cycloalkyl or halo-C₅-C₆-cycloalkyl.

277. A compound or salt thereof according to claim 276, wherein E⁵ is
15 fused-ring carbocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵,

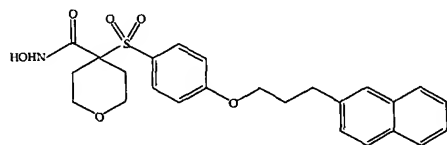
carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

278. A compound or salt thereof according to claim 277, wherein E⁵ is selected from the group consisting of naphthalenyl, tetrahydronaphthalenyl, indenyl, isoindenyl, indanyl, bicyclodecanyl, anthracenyl, phenanthrene, benzonaphthenyl, fluorenyl, decaliny, and norpinanyl, wherein a member of such group:

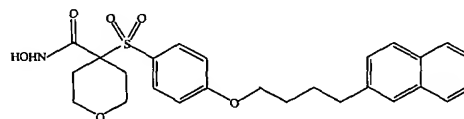
optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

279. A compound or salt thereof according to claim 278, wherein E⁵ is naphthalenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

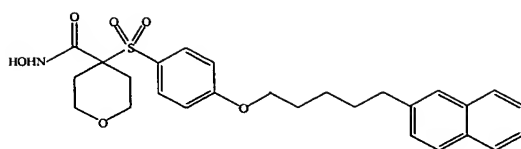
280. A compound or salt thereof according to claim 279, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(280-1),



(280-2), and



(280-3).

281. A compound or salt thereof according to claim 269, wherein E⁵ is heterocyclyl, which:

optionally is substituted on the same atom with two substituents
independently selected from the group consisting of alkyl and haloalkyl, the two
substituents together forming C₅-C₆-cycloalkyl or halo-C₅-C₆-cycloalkyl; and
optionally is substituted with one or more substituents independently
selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl,
halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl,
halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵,
-S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and
halogen-substituted carbocyclyl-C₁-C₆-alkyl.

282. A compound or salt thereof according to claim 281, wherein E⁵ is heterocyclyl, which:

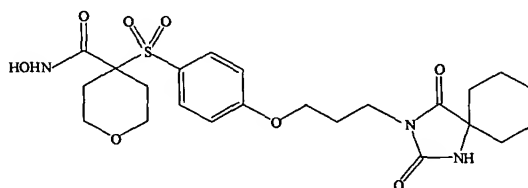
is substituted on the same atom with two substituents independently
selected from the group consisting of alkyl and haloalkyl, the two substituents
together forming C₅-C₆-cycloalkyl or halo-C₅-C₆-cycloalkyl; and
optionally is substituted with one or more substituents independently
selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl,
halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl,
halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵,
-S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and
halogen-substituted carbocyclyl-C₁-C₆-alkyl.

283. A compound or salt thereof according to claim 282, wherein E⁵ is selected from the group consisting of dihydrofuranyl, tetrahydrofuranyl, dihydrothiophenyl,

tetrahydrothiophenyl, pyrrolinyl, pyrrolidinyl, imidazoliny, imidazolidinyl, pyrazolinyl, pyrazolidinyl, dithiolyl, oxathiolyl, thiazolinyl, isothiazolinyl, thiazolidinyl, isothiazolidinyl, oxathiolanyl, pyranyl, dihydropyranyl, piperidinyl, piperazinyl, and morpholinyl, wherein a member of such group:

- 5 is substituted on the same atom with two substituents independently selected from the group consisting of alkyl and haloalkyl, the two substituents together forming C₅-C₆-cycloalkyl or halo-C₅-C₆-cycloalkyl; and optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, 10 halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

- 15 284. A compound or salt thereof according to claim 283, wherein the compound corresponds in structure to the following formula:



(284-1).

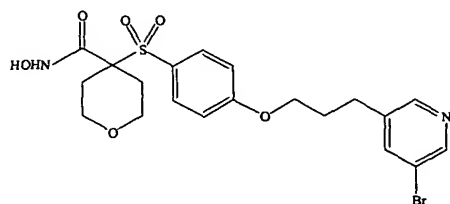
- 20 285. A compound or salt thereof according to claim 281, wherein E⁵ is heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, 25 carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

286. A compound or salt thereof according to claim 285, wherein E⁵ is selected from the group consisting of furanyl, tetrahydropyranyl, dihydrofuranyl, tetrahydrofuranyl, thiophenyl, dihydrothiophenyl, tetrahydrothiophenyl, pyrrolyl, isopyrrolyl, pyrrolinyl, pyrrolidinyl, imidazolyl, isoimidazolyl, imidazoliny, 5 imidazolidinyl, pyrazolyl, pyrazolinyl, pyrazolidinyl, triazolyl, tetrazolyl, dithiolyl, oxathiolyl, oxazolyl, isoxazolyl, oxazolidinyl, isoxazolidinyl, thiazolyl, isothiazolyl, thiazolinyl, isothiazolinyl, thiazolidinyl, isothiazolidinyl, thiodiazolyl, oxathiazolyl, oxadiazolyl, oxatriazolyl, dioxazolyl, oxathiazolyl, oxathiolyl, oxathiolanyl, pyranyl, dihydropyranyl, pyridinyl, piperidinyl, diazinyl, piperazinyl, triazinyl, oxazinyl, 10 isoxazinyl, oxathiazinyl, oxadiazinyl, morpholinyl, azepinyl, oxepinyl, thiepinyl, and diazepinyl, wherein a member of such group:

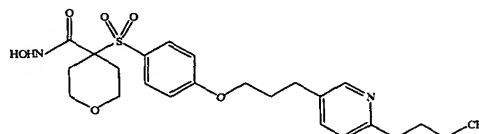
optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, 15 halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

287. A compound or salt thereof according to claim 286, wherein E⁵ is 20 pyridinyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted 25 carbocyclyl-C₁-C₆-alkyl.

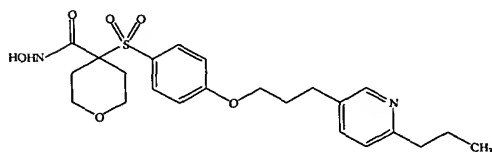
288. A compound or salt thereof according to claim 287, wherein the compound corresponds in structure to a formula selected from the group consisting of:



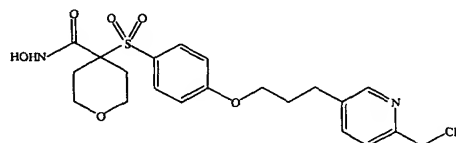
(288-1),



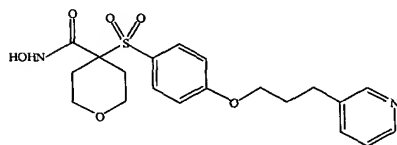
(288-2),



(288-3),



(288-4), and

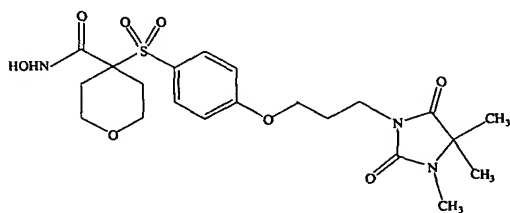


(288-5).

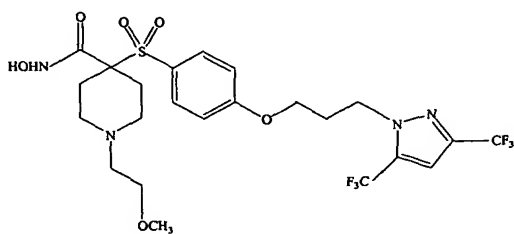
289. A compound or salt thereof according to claim 286, wherein E⁵ is selected from the group consisting of imidazolyl, imidazoliny, imidazolidiny, pyrazolyl, pyrazoliny, and pyrazolidiny, wherein a member of such group:

optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

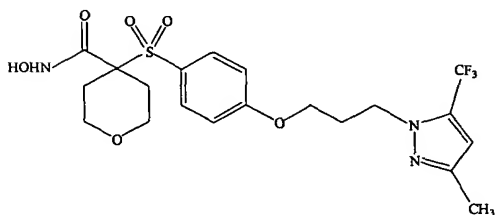
290. A compound or salt thereof according to claim 289, wherein the compound corresponds in structure to a formula selected from the group consisting of:



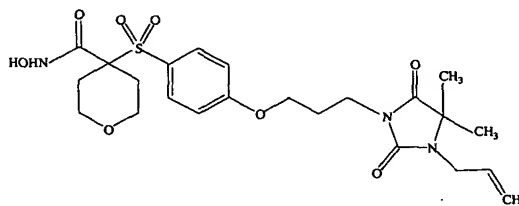
(290-1)



(290-2),



(290-3), and



(290-4).

291. A compound or salt thereof according to claim 285, wherein E⁵ is
5 fused-ring heterocyclyl optionally substituted with one or more substituents independently
selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl,
halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl,
halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵,
carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted
10 carbocyclyl-C₁-C₆-alkyl.

292. A compound or salt thereof according to claim 291, wherein E⁵ is selected
from the group consisting of indoliziny, pyrindiny, pyranopyrroly, 4H-quinoliziny,
puriny, naphthyridiny, pyridopyridiny, pteridiny, indoly, isoindoly, indoleniny,
15 isoindazolyl, benzaziny, phthalaziny, quinoxaliny, quinazoliny, benzodiaziny,
benzopyrany, benzothiopyrany, benzoxazolyl, indoxaziny, anthranily, benzodioxolyl,
benzodioxany, benzoxadiazolyl, benzofurany, isobenzofurany, benzothiényl,
isobenzothiényl, benzothiazolyl, benzothiadiazolyl, benzimidazolyl, benzotriazolyl,

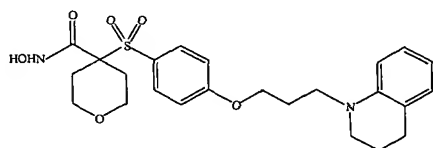
benzoxazinyl, benzisoxazinyl, tetrahydroisoquinolinyl, carbazolyl, xanthenyl, and acridinyl, wherein a member of such group:

optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

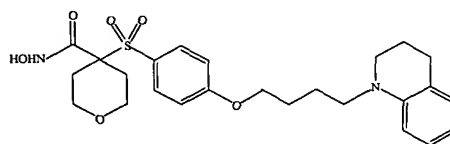
293. A compound or salt thereof according to claim 292, wherein E⁵ is tetrahydroisoquinolinyl, which,

optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

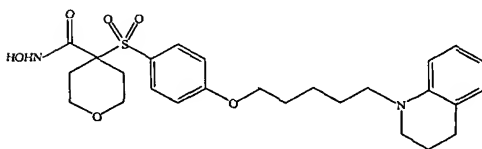
294. A compound or salt thereof according to claim 293, wherein the compound corresponds in structure to a formula selected from the group consisting of:



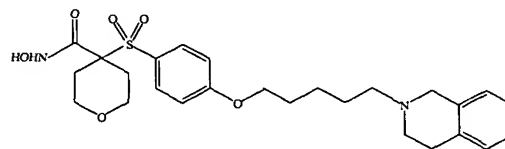
(294-1),



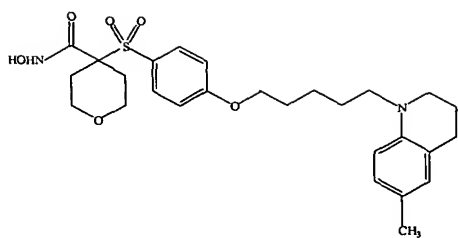
(294-2),



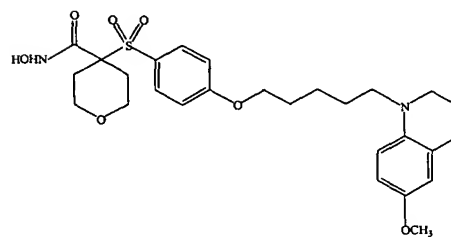
(294-3),



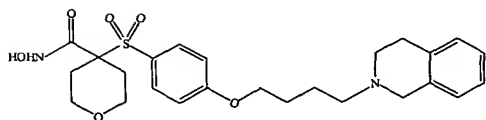
(294-4),



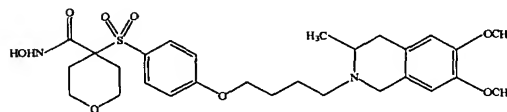
(294-5),



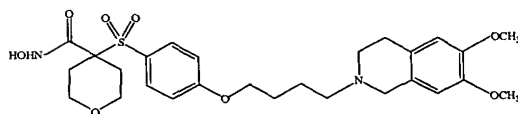
(294-6),



(294-7),

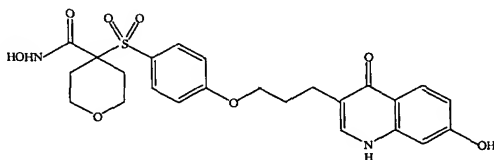


(294-8), and

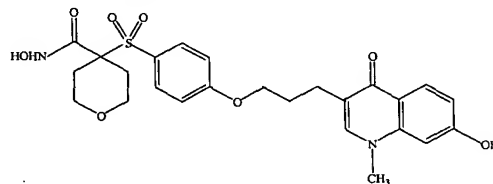


(294-9).

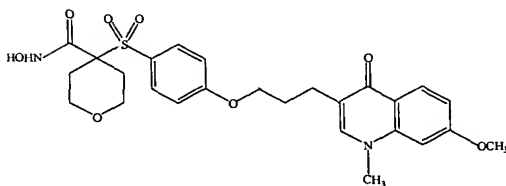
295. A compound or salt thereof according to claim 291, wherein the compound corresponds in structure to a formula selected from the group consisting of:



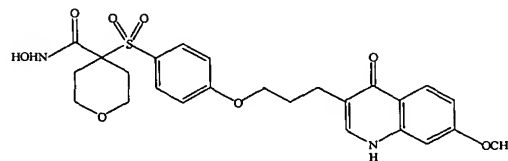
(295-1),



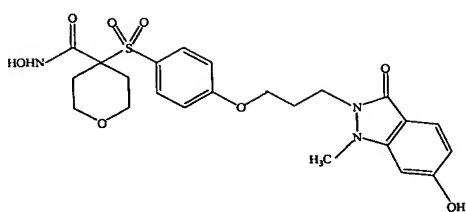
(295-2),



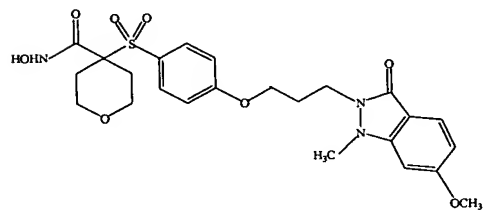
(295-3),



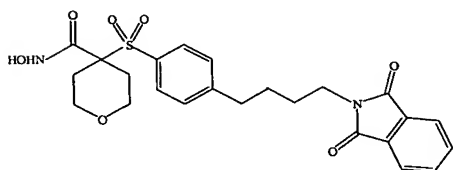
(295-4),



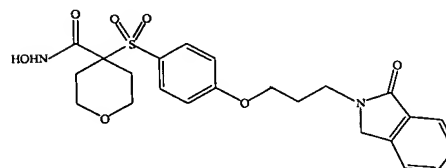
(295-5),



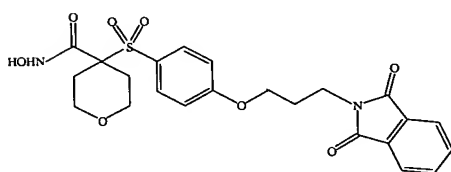
(295-6),



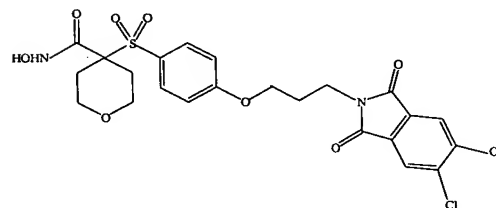
(295-7),



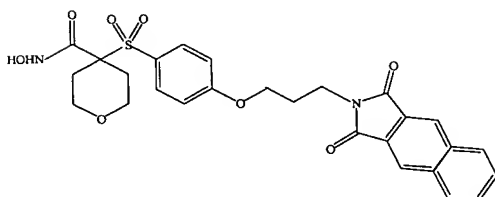
(295-8),



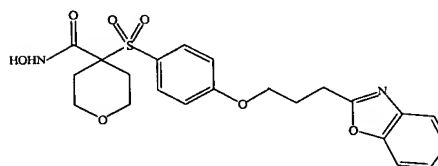
(295-9),



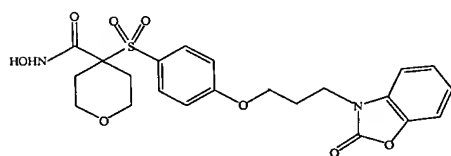
(295-10),



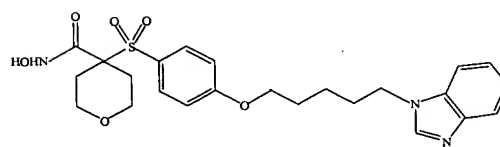
(295-11),



(295-12),

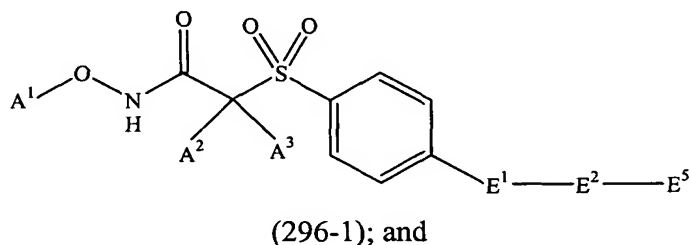


(295-13), and



(295-14).

296. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 296-1:



5 A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
10 heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

15 E¹ is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

20 E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

E² forms a link of at least 4 carbon atoms between E¹ and E⁵; and

E⁵ is selected from the group consisting of -OH and optionally-substituted carbocyclyl; and

25 neither R¹ nor R² forms a ring structure with E⁵.

297. A compound or salt thereof according to claim 296, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of C₄-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkyl-cycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkyl-cycloalkyl-C₁-C₁₀-alkyl, wherein the any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

E⁵ is selected from the group consisting of -OH and carbocyclyl, wherein the carbocyclyl:

optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl, and

optionally is substituted with two C₁-C₈-alkyl or halo-C₁-C₈-alkyl groups on the same atom that form a C₅-C₆-cycloalkyl or C₅-C₆-halocycloalkyl, and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, and halo-C₁-C₈-alkyl; and

R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R^5 and R^6 are independently selected from the group consisting of -H, C_1 - C_8 -alkyl, carbocyclyl, carbocyclyl- C_1 - C_8 -alkyl, heterocyclyl, and heterocyclyl- C_1 - C_8 -alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

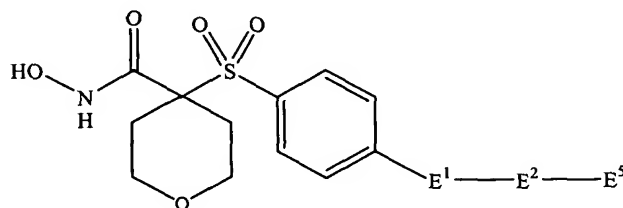
5 R^7 is selected from the group consisting of -H, C_1 - C_8 -alkyl, $-O-R^8$, $-N(R^8)(R^9)$, carbocyclyl- C_1 - C_8 -alkyl, and heterocyclyl- C_1 - C_8 -alkyl, wherein the C_1 - C_8 -alkyl, carbocyclyl- C_1 - C_8 -alkyl, or heterocyclyl- C_1 - C_8 -alkyl optionally is substituted with one or more halogen; and

10 R^8 and R^9 are independently selected from the group consisting of -H, C_1 - C_8 -alkyl, carbocyclyl, carbocyclyl- C_1 - C_8 -alkyl, heterocyclyl, and heterocyclyl- C_1 - C_8 -alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

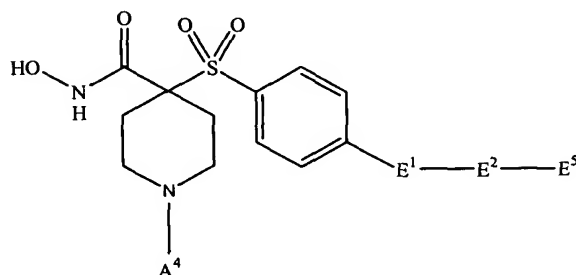
298. A compound or salt thereof according to claim 297, wherein:

the compound corresponds in structure to a formula selected from the group

15 consisting of:



(298-1) and



(298-2); and

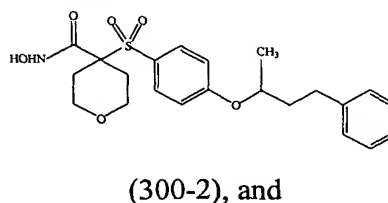
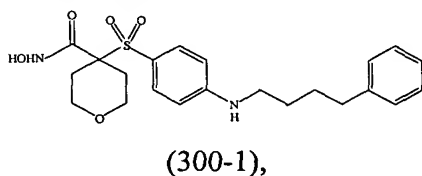
20 A^4 is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxy carbonyl, alkoxy carbonylalkyl, alkoxy carbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsufoxidoalkyl, alkylthioalkenyl,

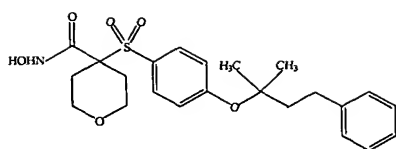
alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl,
carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl,
carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl,
carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl,
5 carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl,
heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl,
heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl,
heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl,
heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl,
10 heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl,
aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl,
aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

15 299. A compound or salt thereof according to claim 298, wherein E⁵ is phenyl
optionally substituted with one or more substituents independently selected from the group
consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy,
halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl,
20 halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted
carbocyclyl-C₁-C₆-alkyl.

300. A compound or salt thereof according to claim 299, wherein the compound
corresponds in structure to a formula selected from the group consisting of:

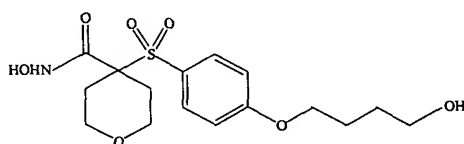




(300-3).

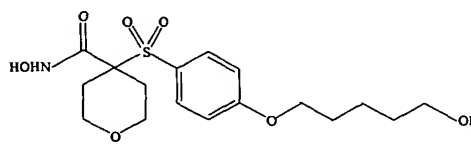
301. A compound or salt thereof according to claim 298, wherein E⁵ is -OH.

302. A compound or salt thereof according to claim 301, wherein the compound
5 corresponds in structure to a formula selected from the group consisting of:



(302-1)

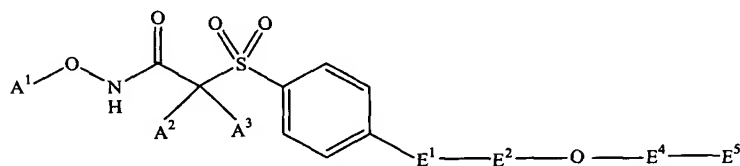
and



(302-2).

303. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 303-1:



(303-1); and

A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member
15 (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an
20 optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E¹ is selected from the group consisting of -S(O)₂-, -S(O)-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally
5 is substituted; and

E⁴ is selected from the group consisting of a bond, alkyl, and alkenyl, wherein the alkyl or alkenyl optionally is substituted; and

E⁵ is selected from the group consisting of alkyl, alkenyl, alkynyl, alkoxy, alkoxyalkyl, carbocyclyl, and heterocyclyl, wherein any member of such group optionally
10 is substituted; and

R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

neither R¹ nor R² forms a ring structure with E², E⁴, or E⁵

15 304. A compound or salt thereof according to claim 303, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclylloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl,
20 C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclylloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl,
25 wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, C₁-C₆-alkyl, C₁-C₆-halo-alkyl; and

E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, halo-C₁-C₂₀-alkyl,
30 C₂-C₂₀-alkenyl, and halo-C₂-C₂₀-alkenyl; and

E⁵ is selected from the group consisting of C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, carbocyclyl, and heterocyclyl, wherein:

the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, or C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN, and

the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl; and R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, and halo-C₁-C₈-alkyl; and

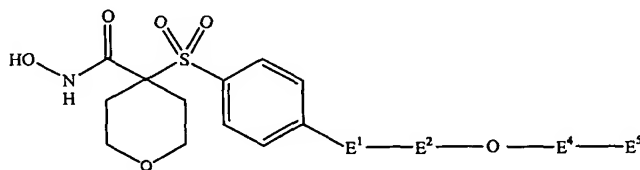
R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R⁵ and R⁶ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

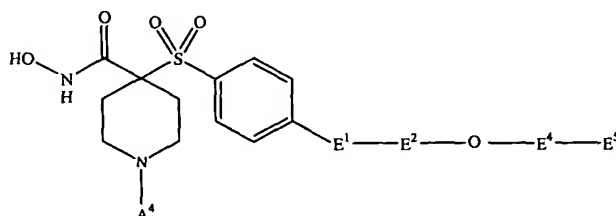
R⁷ is selected from the group consisting of -H, C₁-C₆-alkyl, -O-R⁸, -N(R⁸)(R⁹), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

R⁸ and R⁹ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

305. A compound or salt thereof according to claim 304, wherein:
the compound corresponds in structure to a formula selected from the group
consisting of:



(305-1) and



(305-2); and

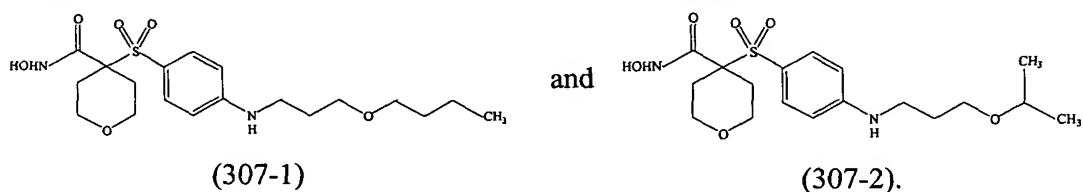
A^4 is selected from the group consisting of -H, alkyl, alkylcarbonyl,
alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl,
10 alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl,
alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl,
alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl,
carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl,
carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl,
15 carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl,
carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl,
heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl,
heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl,
heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl,
20 heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl,
heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl,
aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl,
aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

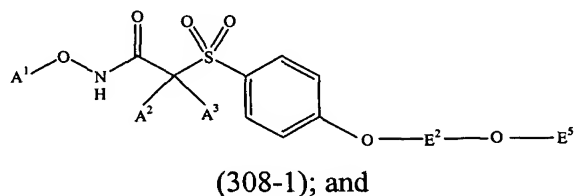
306. A compound or salt thereof according to claim 305, wherein E⁵ is selected from the group consisting of C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy, and C₁-C₈-alkoxy-C₁-C₈-alkyl, wherein:

the C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, C₁-C₈-alkoxy, or C₁-C₈-alkoxy-C₁-C₈-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN.

307. A compound or salt thereof according to claim 306, wherein the compound corresponds in structure to a formula selected from the group consisting of:



308. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 308-1:



A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

E² comprises at least 3 carbon atoms; and

5 E⁵ is selected from the group consisting of -H, alkyl, alkenyl, alkynyl, alkoxyalkyl, carbocyclyl, carbocyclylalkoxyalkyl, heterocyclyl, heterocyclylalkyl, and heterocyclylalkoxyalkyl, wherein:

the alkyl, alkenyl, alkynyl, or alkoxyalkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen,
10 -OH, -NO₂, and -CN, and

the carbocyclyl, carbocyclylalkoxyalkyl, heterocyclyl, heterocyclylalkyl, or heterocyclylalkoxyalkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, alkyl, haloalkyl, alkoxy, haloalkoxy, alkoxyalkyl, halogen-substituted alkoxyalkyl,
15 -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclylalkyl, and halogen-substituted carbocyclylalkyl; and

R¹ and R² are independently selected from the group consisting of -H, alkyl, carbocyclyl, carbocyclylalkyl, heterocyclyl, and heterocyclylalkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

20 R³ is selected from the group consisting of -H, alkyl, -O-R⁴, -N(R⁴)(R⁵), carbocyclylalkyl, and heterocyclylalkyl, wherein the alkyl, carbocyclylalkyl, or heterocyclylalkyl optionally is substituted with one or more halogen; and

R⁴ and R⁵ are independently selected from the group consisting of -H, alkyl, carbocyclyl, carbocyclylalkyl, heterocyclyl, and heterocyclylalkyl, wherein any member
25 (except -H) of such group optionally is substituted with one or more halogen.

309. A compound or salt thereof according to claim 308, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclylloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R⁶)(R⁷)-C₁-C₈-alkylcarbonyl,
30

C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R⁶)(R⁷)-C₁-C₈-alkyl(thiocarbonyl); and

5 E² is selected from the group consisting of C₃-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

10 E⁵ is selected from the group consisting of -H, C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, carbocyclyl, carbocyclyl-C₁-C₁₀-alkoxy-C₁-C₁₀-alkyl, heterocyclyl, heterocyclyl-C₁-C₁₀-alkyl, and heterocyclyl-C₁-C₁₀-alkoxy-C₁-C₁₀-alkyl, wherein:

15 the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, or C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN, and

20 the carbocyclyl, carbocyclyl-C₁-C₁₀-alkoxy-C₁-C₁₀-alkyl, heterocyclyl, heterocyclyl-C₁-C₁₀-alkyl, or heterocyclyl-C₁-C₁₀-alkoxy-C₁-C₁₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl; and

25 R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

30 R³ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁴, -N(R⁴)(R⁵), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl,

carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

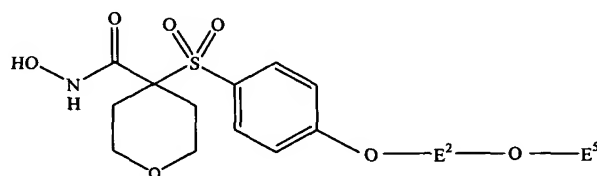
R⁴ and R⁵ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
5 any member (except -H) of such group optionally is substituted with one or more halogen; and

R⁶ and R⁷ are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl.

10

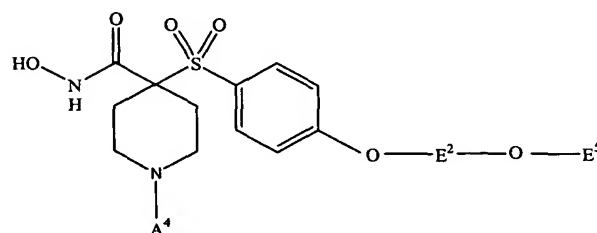
310. A compound or salt thereof according to claim 309, wherein:

the compound corresponds in structure to a formula selected from the group consisting of:



15

(310-1) and



(310-2); and

A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl, alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl,

20

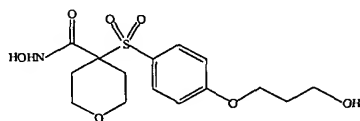
carbocyclisulfoxidoalkyl, carbocyclisulfonylalkyl, carbocyclylthioalkenyl,
carbocyclisulfoxidoalkenyl, carbocyclisulfonylalkenyl, heterocyclyl, heterocyclylalkyl,
heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl,
heterocyclisulfoxidoalkyl, heterocyclisulfonylalkyl, heterocyclylthioalkenyl,
5 heterocyclisulfoxidoalkenyl, heterocyclisulfonylalkenyl, heterocyclisulfonyl,
heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl,
heterocyclisulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl,
aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl,
aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

10 any member (except -H) of such group optionally is substituted.

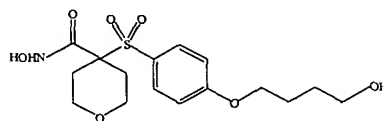
311. A compound or salt thereof according to claim 310, wherein E⁵ is selected
from the group consisting of -H, C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, and
C₁-C₈-alkoxy-C₁-C₈-alkyl, wherein:

15 the C₁-C₈-alkyl, C₂-C₈-alkenyl, C₂-C₈-alkynyl, or C₁-C₈-alkoxy-C₁-C₈-alkyl
optionally is substituted with one or more substituents independently selected from
the group consisting of halogen, -OH, -NO₂, and -CN.

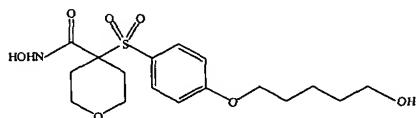
312. A compound or salt thereof according to claim 311, wherein the compound
20 corresponds in structure to a formula selected from the group consisting of:



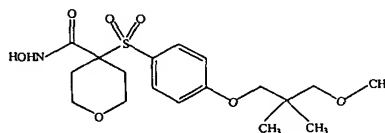
(312-1),



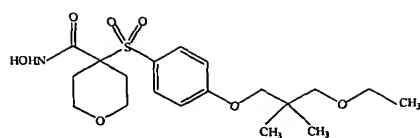
(312-2),



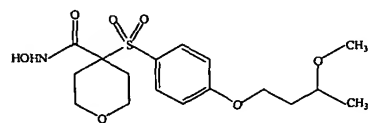
(312-3),



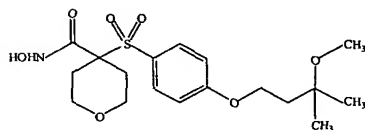
(312-4),



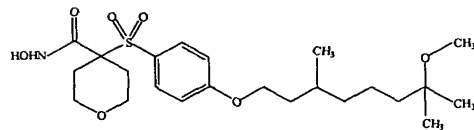
(312-5),



(312-6),



(312-7), and



(312-8).

313. A compound or salt thereof according to claim 310, wherein E⁵ is selected from the group consisting of carbocyclyl, carbocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl, heterocyclyl, heterocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl, wherein:

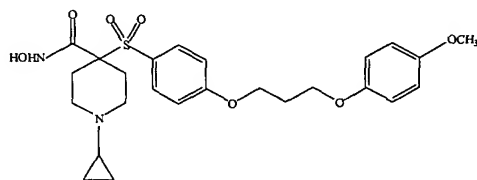
the carbocyclyl, carbocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl, heterocyclyl, heterocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkoxy-C₁-C₈-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

314. A compound or salt thereof according to claim 313, wherein E⁵ is carbocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

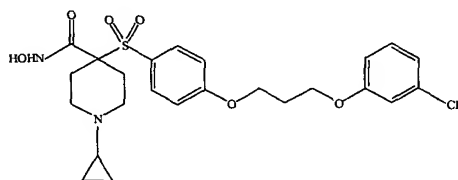
315. A compound or salt thereof according to claim 314, wherein E² is C₃-C₅-alkyl optionally substituted with one or more halogen.

316. A compound or salt thereof according to claim 315, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

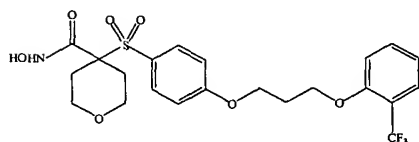
317. A compound or salt thereof according to claim 316, wherein the compound corresponds in structure to a formula selected from the group consisting of:



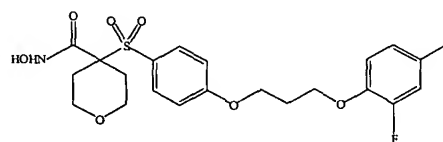
(317-1),



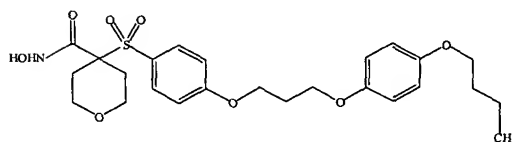
(317-2),



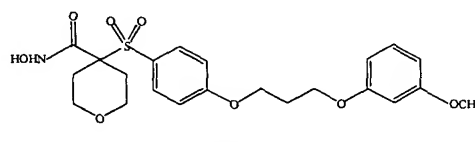
(317-3),



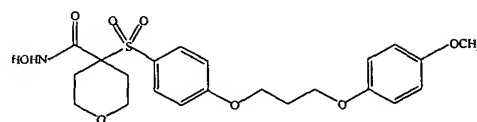
(317-4),



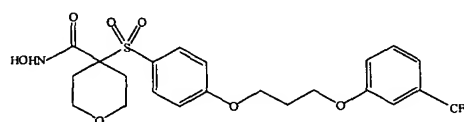
(317-5),



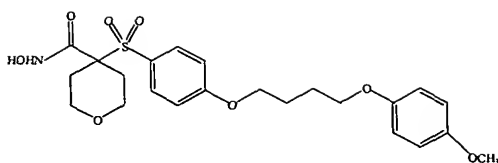
(317-6),



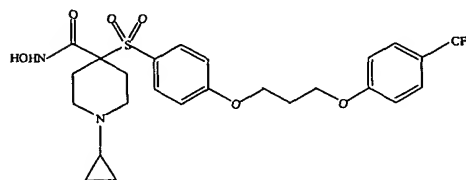
(317-7),



(317-8),



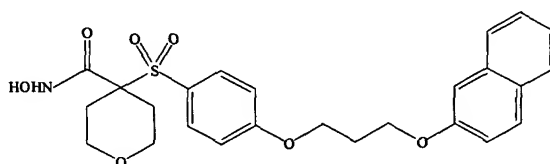
(317-9), and



(317-10).

318. A compound or salt thereof according to claim 315, wherein E⁵ is naphthalenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

319. A compound or salt thereof according to claim 318, wherein the compound corresponds in structure to the following formula:

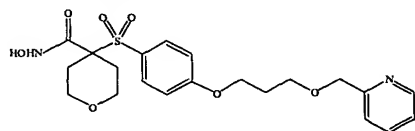


(319-1).

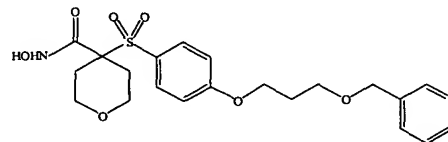
320. A compound or salt thereof according to claim 310, wherein E⁵ is selected from the group consisting of heterocyclyl and heterocyclyl-C₁-C₈-alkyl, wherein:

the heterocyclyl and heterocyclyl-C₁-C₈-alkyl optionally are substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

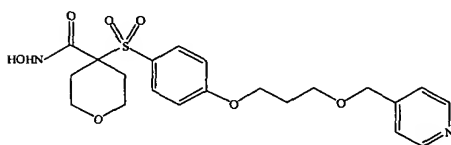
321. A compound or salt thereof according to claim 320, wherein the compound corresponds in structure to a formula selected from the group consisting of:



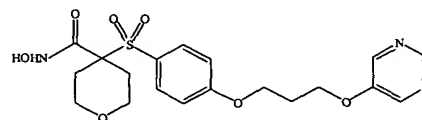
(321-1),



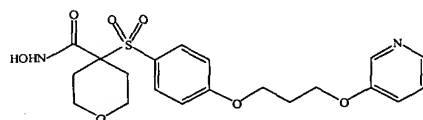
(321-2),



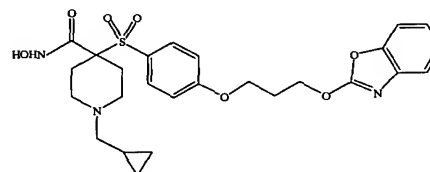
(321-3),



(321-4),

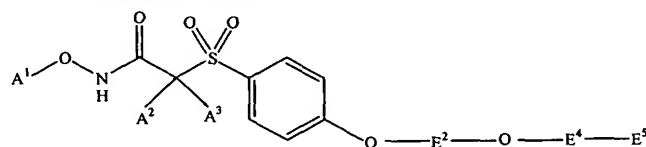


(321-5), and



(321-6).

322. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 322-1:



(322-1); and

A^1 is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally
5 is substituted; and

E⁴ is selected from the group consisting of a bond, alkyl, and alkenyl, wherein the alkyl or alkenyl optionally is substituted; and

E⁵ is selected from the group consisting of:
optionally-substituted alkenyl, and
10 optionally-substituted alkynyl, and
optionally-substituted alkoxy, and
optionally-substituted alkoxyalkyl, and
single-ring carbocyclyl substituted with one or more substituents
independently selected from the group consisting of -OH, -NO₂, -CN,
15 -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl,
carbocyclylalkyl, halogen-substituted carbocyclylalkyl, heterocyclyl,
haloheterocyclyl, heterocyclylalkyl, and halogen-substituted
heterocyclylalkyl, and
single-ring carbocyclyl having multiple substitutions, and
20 optionally-substituted fused-ring carbocyclyl, and
optionally-substituted heterocyclyl; and

R¹ and R² are independently selected from the group consisting of -H, alkyl, carbocyclyl, carbocyclylalkyl, heterocyclyl, and heterocyclylalkyl, wherein any member
(except -H) of such group optionally is substituted with one or more halogen; and
25

R³ is selected from the group consisting of -H, alkyl, -O-R⁴, -N(R⁴)(R⁵), carbocyclylalkyl, and heterocyclylalkyl, wherein the alkyl, carbocyclylalkyl, or heterocyclylalkyl optionally is substituted with one or more halogen; and

R⁴ and R⁵ are independently selected from the group consisting of -H, alkyl, carbocyclyl, carbocyclylalkyl, heterocyclyl, and heterocyclylalkyl, wherein any member
30 (except -H) of such group optionally is substituted with one or more halogen; and
an atom in E² optionally is bound to an atom in E⁵ to form a ring.

323. A compound or salt thereof according to claim 322, wherein:

- A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R⁶)(R⁷)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R⁶)(R⁷)-C₁-C₈-alkyl(thiocarbonyl); and
- E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more substituents selected from the group consisting of halogen, C₁-C₆-alkyl, halo-C₁-C₆-alkyl; and
- E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, halo-C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, and halo-C₂-C₂₀-alkenyl; and
- E⁵ is selected from the group consisting of C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, heterocyclyl, single-ring carbocyclyl, and fused-ring carbocyclyl, wherein:
- the C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, or C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN, and
- the heterocyclyl or fused-ring carbocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, halogen-substituted carbocyclyl-C₁-C₈-alkyl, heterocyclyl, haloheterocyclyl, heterocyclyl-C₁-C₈-alkyl, and halogen-substituted heterocyclyl-C₁-C₈-alkyl, and

the single-ring carbocyclyl is either:

substituted with one or more substituents independently
selected from the group consisting of -OH, -NO₂, -CN, -N(R⁵)(R⁶),
-C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl,
5 carbocyclyl-C₁-C₈-alkyl, halogen-substituted
carbocyclyl-C₁-C₈-alkyl, heterocyclyl, haloheterocyclyl,
heterocyclyl-C₁-C₈-alkyl, and halogen-substituted
heterocyclyl-C₁-C₈-alkyl, or
substituted with 2 or more substituents independently
10 selected from the group consisting of halogen, -OH, -NO₂, -CN,
C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy,
C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted
C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵,
carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl,
15 halogen-substituted carbocyclyl-C₁-C₈-alkyl, heterocyclyl,
haloheterocyclyl, heterocyclyl-C₁-C₈-alkyl, and halogen-substituted
heterocyclyl-C₁-C₈-alkyl; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl,
carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
20 any member (except -H) of such group optionally is substituted with one or more halogen;
and

R³ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁴, -N(R⁴)(R⁵),
carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl,
carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or
25 more halogen; and

R⁴ and R⁵ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
any member (except -H) of such group optionally is substituted with one or more halogen;
and

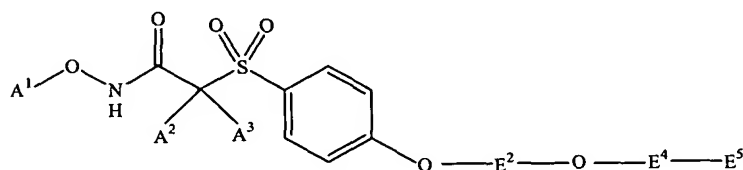
R^6 and R^7 are independently selected from the group consisting of -H, C_1 - C_8 -alkyl, C_1 - C_8 -alkoxycarbonyl, C_1 - C_8 -alkylcarbonyl, carbocyclyl- C_1 - C_8 -alkyl, and carbocyclyl- C_1 - C_8 -alkoxycarbonyl; and

an atom in E^2 optionally is bound to an atom in E^5 to form a ring.

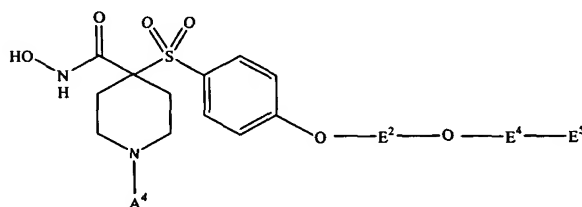
5

324. A compound or salt thereof according to claim 323, wherein:

the compound corresponds in structure to a formula selected from the group consisting of:



(324-1) and



(324-2); and

A^4 is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl, alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl, heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl, heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl,

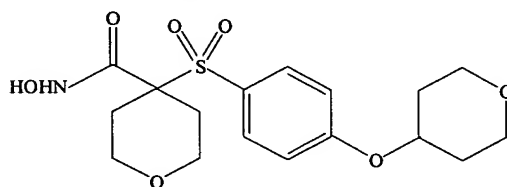
heterocyclysulfonyl, heterocyclycarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

5

325. A compound or salt thereof according to claim 324, wherein an atom of E^2 is bound to an atom of E^5 to form a ring.

326. A compound or salt thereof according to claim 325, wherein the compound
10 corresponds in structure to the following formula:



(326-1).

327. A compound or salt thereof according to claim 324, wherein:

15

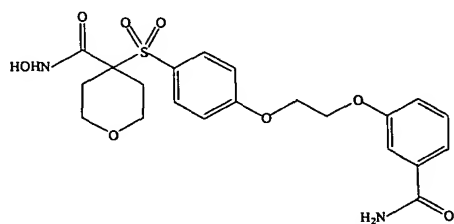
E^5 is phenyl substituted with one or more substituents independently selected from the group consisting of -OH, -NO₂, -CN, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, halogen-substituted carbocyclyl-C₁-C₆-alkyl, heterocyclyl, haloheterocyclyl, heterocyclyl-C₁-C₆-alkyl, and halogen-substituted heterocyclyl-C₁-C₆-alkyl; and

20

E^2 is not bound to an atom of E^5 to form a ring.

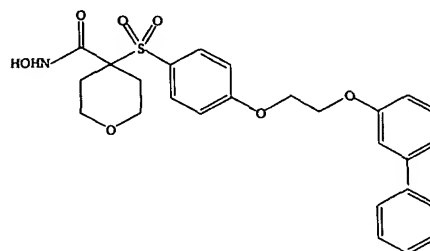
328. A compound or salt thereof according to claim 327, wherein E^4 is a bond.

329. A compound or salt thereof according to claim 328, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(329-1)

and



(329-2).

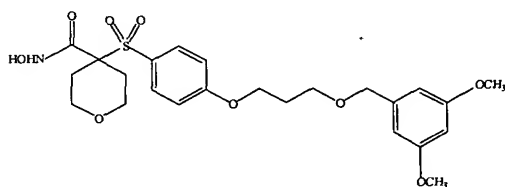
330. A compound or salt thereof according to claim 324, wherein:

- 5 E^5 is phenyl substituted with 2 or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, halogen-substituted carbocyclyl-C₁-C₆-alkyl, heterocyclyl, haloheterocyclyl, heterocyclyl-C₁-C₆-alkyl, and halogen-substituted
- 10 heterocyclyl-C₁-C₆-alkyl; and

E^2 is not bound to an atom of E^5 to form a ring.

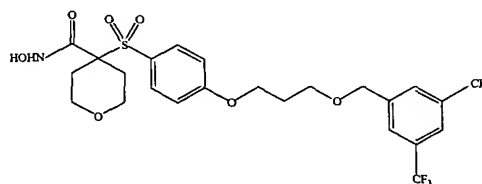
331. A compound or salt thereof according to claim 330, wherein E^4 is methyl.

- 15 332. A compound or salt thereof according to claim 331, wherein the compound corresponds in structure to a formula selected from the group consisting of:



(332-1)

and

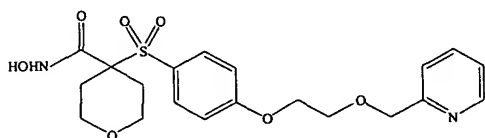


(332-2).

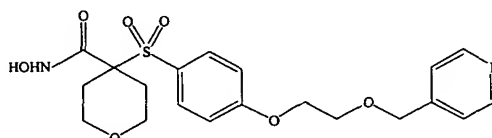
333. A compound or salt thereof according to claim 324, wherein E^5 is heterocyclyl optionally substituted with one or more substituents independently selected
- 20 from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl,

C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl,
halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, halogen-substituted carbocyclyl-C₁-C₆-alkyl,
heterocyclyl, haloheterocyclyl, heterocyclyl-C₁-C₆-alkyl, and halogen-substituted
5 heterocyclyl-C₁-C₆-alkyl.

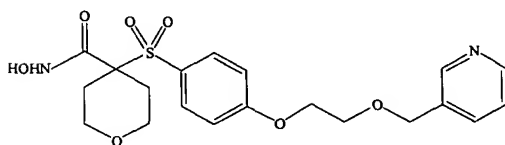
334. A compound or salt thereof according to claim 333, wherein the
compound corresponds in structure to a formula selected from the group consisting of:



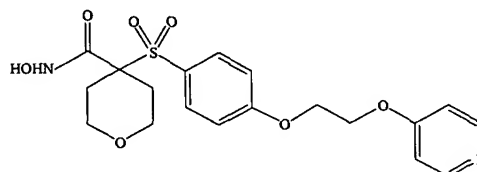
(334-1),



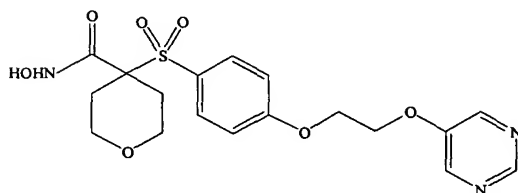
(334-2),



(334-3),

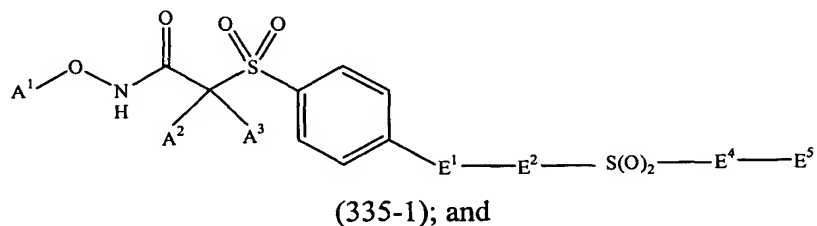


(334-4), and



(334-5).

335. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 335-1:



5 A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
10 heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

 A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

15 E¹ is selected from the group consisting of -S(O)₂-, -S(O)-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

 E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

20 E⁴ is selected from the group consisting of a bond, alkyl, and alkenyl, wherein the alkyl or alkenyl optionally is substituted; and

 E⁵ is selected from the group consisting of alkyl, alkenyl, alkynyl, alkoxy, alkoxyalkyl, carbocyclyl, and heterocyclyl, wherein any member of such group optionally is substituted; and

25 R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

 neither R¹ nor R² forms a ring structure with E², E⁴, or E⁵

336. A compound or salt thereof according to claim 335, wherein:

- A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and
- E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more substituents selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and
- E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, halo-C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, and halo-C₂-C₂₀-alkenyl; and
- E⁵ is selected from the group consisting of C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, carbocyclyl, and heterocyclyl, wherein:
- the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, or C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN, and
- the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl; and
- R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, and halo-C₁-C₈-alkyl; and

R^3 and R^4 are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and

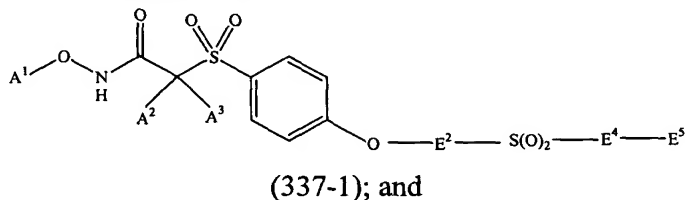
R^5 and R^6 are independently selected from the group consisting of -H, C₁-C₆-alkyl, carbocyclyl, carbocyclyl-C₁-C₆-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

R^7 is selected from the group consisting of -H, C₁-C₆-alkyl, -O- R^8 , -N(R^8)(R^9), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

R^8 and R^9 are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

337. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 337-1:



A^1 is selected from the group consisting of -H, alkylcarbonyl, alkoxycarbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxycarbonyl, carbocyclylalkoxycarbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A^2 and A^3 , together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

E⁴ is selected from the group consisting of alkyl and alkenyl, wherein the alkyl or
5 alkenyl optionally is substituted; and

E⁵ is selected from the group consisting of -H, alkyl, alkenyl, alkynyl, alkoxy, carbocyclyl, and heterocyclyl, wherein any member of such group optionally is substituted.

10 338. A compound or salt thereof according to claim 337, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxy carbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R¹)(R²)-C₁-C₈-alkylcarbonyl,
15 C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R¹)(R²)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl,
20 C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

E⁴ is selected from the group consisting of C₁-C₂₀-alkyl, halo-C₁-C₂₀-alkyl,
25 C₂-C₂₀-alkenyl, and halo-C₂-C₂₀-alkenyl; and

E⁵ is selected from the group consisting of -H, C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, carbocyclyl, and heterocyclyl, wherein:

the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, or C₁-C₂₀-alkoxy
optionally is substituted with one or more substituents independently selected from
30 the group consisting of halogen, -OH, -NO₂, and -CN, and

the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl; and R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

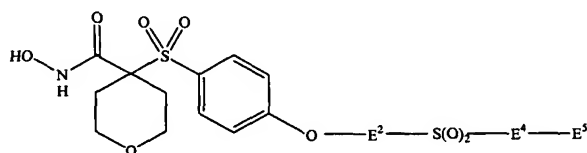
R⁵ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁶, -N(R⁶)(R⁷), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

R⁶ and R⁷ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

20

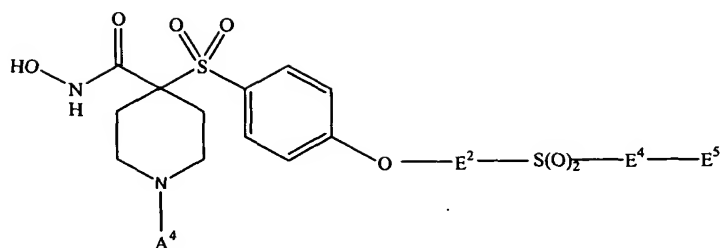
339. A compound or salt thereof according to claim 338, wherein:

the compound corresponds in structure to a formula selected from the group consisting of:



25

(339-1) and



(339-2); and

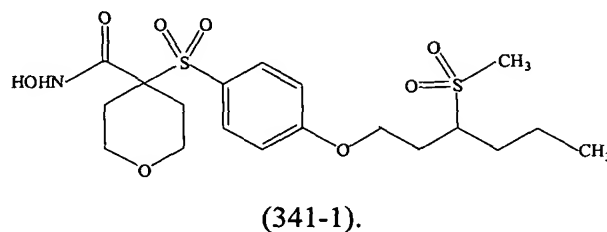
A^4 is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl, alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl, heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl, heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

340. A compound or salt thereof according to claim 339, wherein E^5 is selected from the group consisting of -H, C_1 - C_8 -alkyl, C_2 - C_8 -alkenyl, C_2 - C_8 -alkynyl, and C_1 - C_8 -alkoxy, wherein:

the C_1 - C_8 -alkyl, C_2 - C_8 -alkenyl, C_2 - C_8 -alkynyl, or C_1 - C_8 -alkoxy optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN.

341. A compound or salt thereof according to claim 340, wherein the compound corresponds in structure to the following formula:

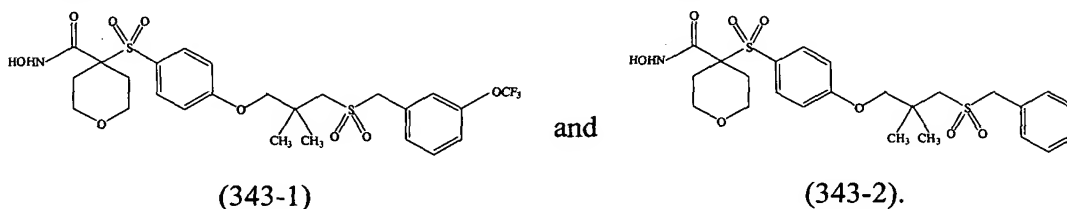


5

342. A compound or salt thereof according to claim 339, wherein E⁵ is phenyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

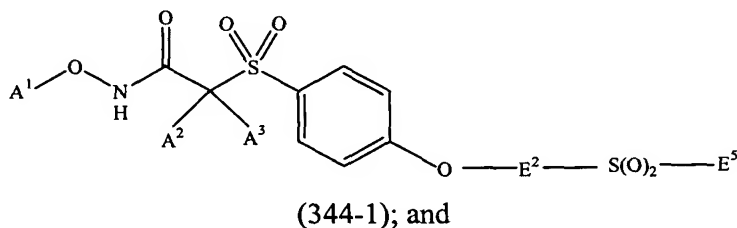
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343. A compound or salt thereof according to claim 342, wherein the compound corresponds in structure to a formula selected from the group consisting of:



15

344. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 344-1:



A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclylalkoxy carbonyl, carbocyclylalkoxy carbonyl,

20

aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member
5 (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally
10 is substituted; and

E² contains less than 5 carbon atoms; and

E⁵ is selected from the group consisting of alkyl, alkenyl, alkynyl, alkoxyalkyl, carbocyclyl, and heterocyclyl, wherein any member of such group optionally is substituted.

15

345. A compound or salt thereof according to claim 344, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R¹)(R²)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R¹)(R²)-C₁-C₈-alkyl(thiocarbonyl); and
20

E⁵ is selected from the group consisting of C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, carbocyclyl, and heterocyclyl, wherein:

the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, or

C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, and -CN,
30 and

the carbocyclyl or heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, halogen-substituted carbocyclyl-C₁-C₈-alkyl, C₁-C₈-alkylcarbocycloxy, and halogen-substituted C₁-C₈-alkylcarbocycloxy; and

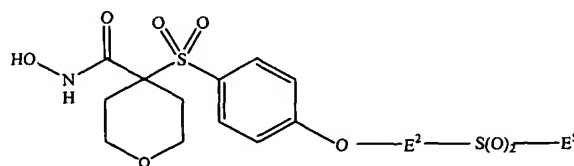
R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

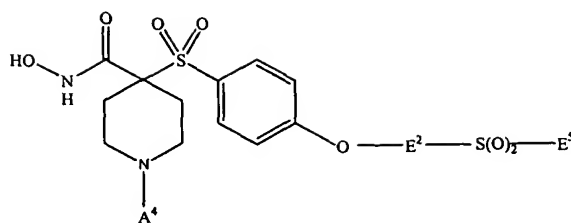
R⁵ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁶, -N(R⁶)(R⁷), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

R⁶ and R⁷ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

346. A compound or salt thereof according to claim 345, wherein:
the compound corresponds in structure to a formula selected from the group consisting of:



(346-1) and



(346-2); and

A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl, alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl, heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl, heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

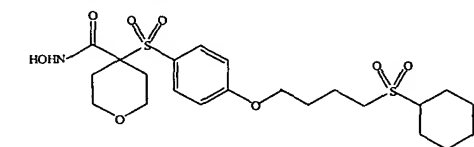
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347. A compound or salt thereof according to claim 346, wherein E⁵ is C₅-C₆-cycloalkyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, halogen-substituted

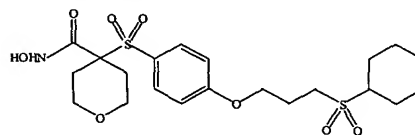
25

carbocyclyl-C₁-C₆-alkyl, C₁-C₆-alkylcarbocyclyloxy, and halogen-substituted C₁-C₆-alkylcarbocyclyloxy.

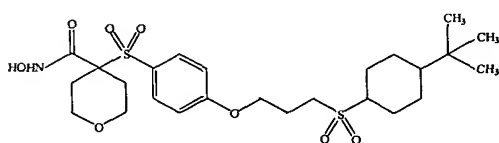
348. A compound or salt thereof according to claim 347, wherein the compound
5 corresponds in structure to a formula selected from the group consisting of:



(348-1), and



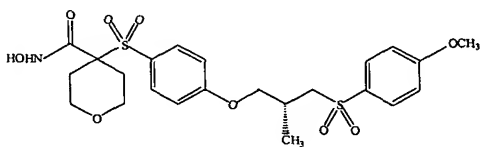
(348-2),



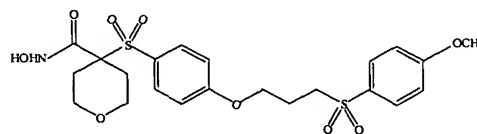
(348-3).

349. A compound or salt thereof according to claim 346, wherein E⁵ is phenyl
optionally substituted with one or more substituents independently selected from the group
consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy,
10 halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted
C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl,
halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, halogen-substituted carbocyclyl-C₁-C₆-alkyl,
C₁-C₆-alkylcarbocyclyloxy, and halogen-substituted C₁-C₆-alkylcarbocyclyloxy.

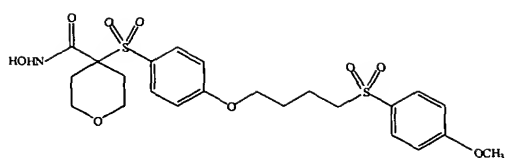
350. A compound or salt thereof according to claim 349, wherein the compound
15 corresponds in structure to a formula selected from the group consisting of:



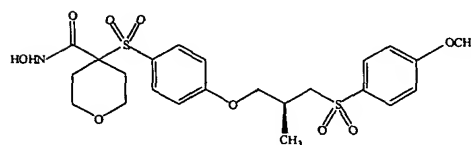
(350-1),



(350-2),



(350-3), and



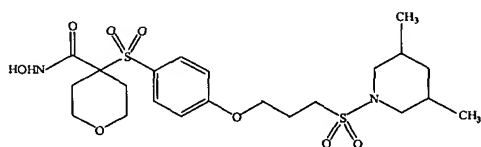
(350-4).

351. A compound or salt thereof according to claim 346, wherein E⁵ is selected from the group consisting of furanyl, tetrahydropyranyl, dihydrofuranyl, tetrahydrofuranyl, thiophenyl, dihydrothiophenyl, tetrahydrothiophenyl, pyrrolyl, isopyrrolyl, pyrrolinyl, pyrrolidinyl, imidazolyl, isoimidazolyl, imidazoliny, imidazolidinyl, pyrazolyl, pyrazolinyl, pyrazolidinyl, triazolyl, tetrazolyl, dithiolyl, oxathiolyl, oxazolyl, isoxazolyl, oxazolidinyl, isoxazolidinyl, thiazolyl, isothiazolyl, thiazolinyl, isothiazolinyl, thiazolidinyl, isothiazolidinyl, thiodiazolyl, oxathiazolyl, oxadiazolyl, oxatriazolyl, dioxazolyl, oxathiazolyl, oxathioly, oxathiolanyl, pyranyl, dihydropyranyl, pyridinyl, piperidinyl, diazinyl, piperazinyl, triazinyl, oxazinyl, isoxazinyl, oxathiazinyl, oxadiazinyl, morpholinyl, azepinyl, oxepinyl, thiepinyl, diazepinyl, indoliziny, pyrindinyl, pyranopyrrolyl, 4H-quinoliziny, purinyl, naphthyridinyl, pyridopyridinyl, pteridinyl, indolyl, isoindolyl, indoleninyl, isoindazolyl, benzaziny, phthalaziny, quinoxaliny, quinazoliny, benzodiaziny, benzopyranyl, benzothiopyranyl, benzoxazolyl, indoxazinyl, anthranilyl, benzodioxolyl, benzodioxanyl, benzoxadiazolyl, benzofuranyl, isobenzofuranyl, benzothiényl, isobenzothiényl, benzothiazolyl, benzothiadiazolyl, benzimidazolyl, benzotriazolyl, benzoxazinyl, benzisoxazinyl, tetrahydroisoquinoliny, carbazolyl, xanthenyl, and acridinyl, wherein a member of such group:
- optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, halogen-substituted carbocyclyl-C₁-C₆-alkyl, C₁-C₆-alkylcarbocyclyloxy, and halogen-substituted C₁-C₆-alkylcarbocyclyloxy.

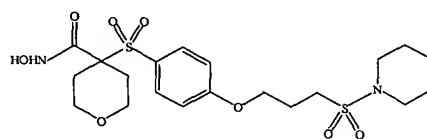
352. A compound or salt thereof according to claim 351, wherein E⁵ is selected from the group consisting of piperidinyl, morpholinyl, and tetrahydroisoquinolinyl, wherein a member of such group:

- 5 optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl,
- 10 halogen-substituted carbocyclyl-C₁-C₆-alkyl, C₁-C₆-alkylcarbocycloxy, and halogen-substituted C₁-C₆-alkylcarbocycloxy.

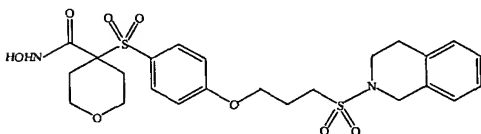
353. A compound or salt thereof according to claim 352, wherein the compound corresponds in structure to a formula selected from the group consisting of:



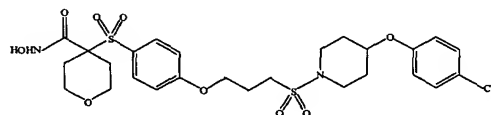
(353-1)



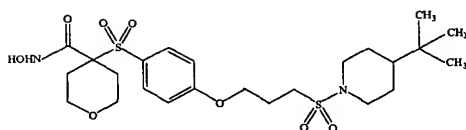
(353-2),



(353-3),



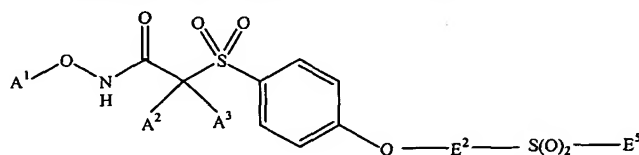
(353-4), and



(353-5).

354. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 354-1:



(354-1); and

5 A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
10 heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

15 E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

E⁵ is selected from the group consisting of alkyl, alkenyl, alkynyl, alkoxyalkyl, saturated carbocyclyl, partially saturated carbocyclyl, and heterocyclyl, wherein any
20 member of such group optionally is substituted.

355. A compound or salt thereof according to claim 354, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxy carbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxy carbonyl, carbocyclyl-C₁-C₈-alkoxy carbonyl, N(R¹)(R²)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
25

heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl),
carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R¹)(R²)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl,
C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl,
5 wherein any member of such group optionally is substituted with one or more substituents
independently selected from the group consisting of halogen, C₁-C₆-alkyl,
halo-C₁-C₆-alkyl; and

E⁵ is selected from the group consisting of C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl,
C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, saturated carbocyclyl, partially saturated
10 carbocyclyl, and heterocyclyl, wherein:

the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, or
C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents
independently selected from the group consisting of halogen, -OH, -NO₂, and -CN,
and

15 the saturated carbocyclyl, partially saturated carbocyclyl, or heterocyclyl
optionally is substituted with one or more substituents independently selected from
the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl,
C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted
C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl,
20 halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, halogen-substituted
carbocyclyl-C₁-C₈-alkyl, C₁-C₈-alkylcarbocyclyloxy, and halogen-substituted
C₁-C₈-alkylcarbocyclyloxy; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl,
C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and
25 carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
any member (except -H) of such group optionally is substituted with one or more halogen;
and

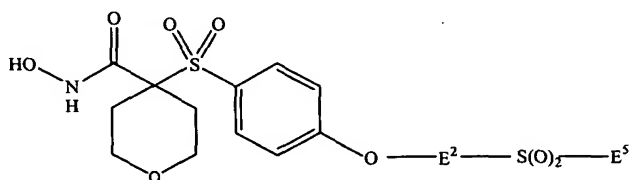
30 R⁵ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁶, -N(R⁶)(R⁷),
carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl,

carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

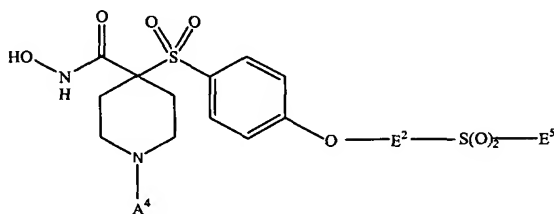
R⁶ and R⁷ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
5 any member (except -H) of such group optionally is substituted with one or more halogen.

356. A compound or salt thereof according to claim 355, wherein:

the compound corresponds in structure to a formula selected from the group consisting of:



(356-1) and



(356-2); and

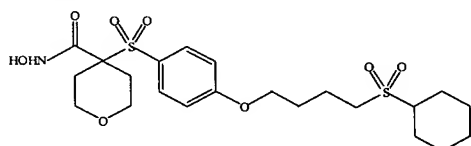
A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl,
15 alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxy carbonyl, alkoxy carbonylalkyl,
alkoxy carbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl,
alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl,
alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl,
carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl,
20 carbocyclyliminocarbonyl, carbocyclyloxycarbonyl, carbocyclylthioalkyl,
carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl,
carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl,
heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl,
heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl,
25 heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl,

heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

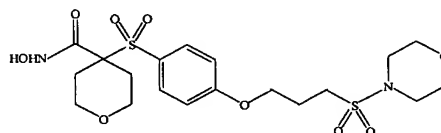
5 any member (except -H) of such group optionally is substituted.

357. A compound or salt thereof according to claim 356, wherein E⁵ is heterocyclyl optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, 10 C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, halogen-substituted carbocyclyl-C₁-C₆-alkyl, C₁-C₆-alkylcarbocycloxy, and halogen-substituted C₁-C₆-alkylcarbocycloxy.

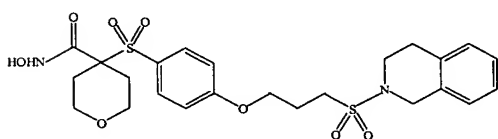
15 358. A compound or salt thereof according to claim 357, wherein the compound corresponds in structure to a formula selected from the group consisting of:



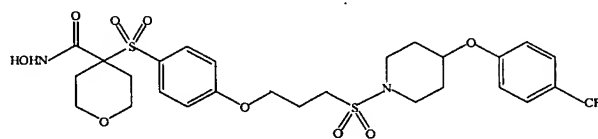
(358-1),



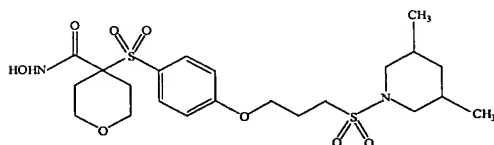
(358-2),



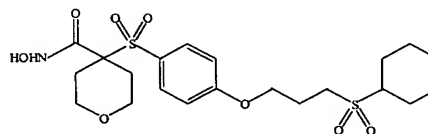
(358-3),



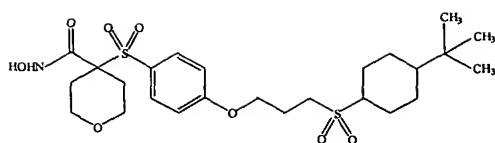
(358-4),



(358-5),

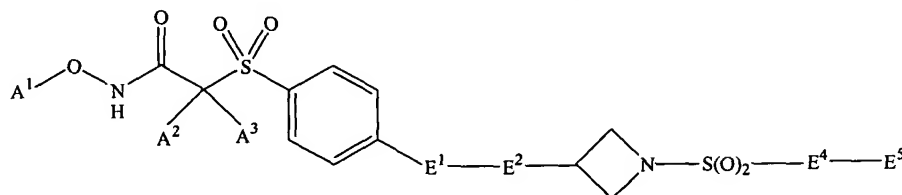


(358-6), and



(358-7).

359. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 359-1:



(359-1); and

5 A^1 is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl),
10 carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

15 A^2 and A^3 , together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E^1 is selected from the group consisting of -S(O)₂-, -S(O)-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

20 E^2 is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

E^4 is selected from the group consisting of a bond, alkyl, and alkenyl, wherein the alkyl or alkenyl optionally is substituted; and

E⁵ is selected from the group consisting of alkyl, alkenyl, alkynyl, alkoxy, alkoxyalkyl, carbocyclyl, and heterocyclyl, wherein any member of such group optionally is substituted; and

R¹ and R² are independently selected from the group consisting of -H and alkyl,
5 wherein the alkyl optionally is substituted; and
neither R¹ nor R² forms a ring structure with E², E⁴, or E⁵.

360. A compound or salt thereof according to claim 359, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl,
10 C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl,
heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclylloxycarbonyl,
carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl,
C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl),
carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
15 heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclylloxy(thiocarbonyl),
carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl,
C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl,
wherein any member of such group optionally is substituted with one or more halogen;
20 and

E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, halo-C₁-C₂₀-alkyl,
C₂-C₂₀-alkenyl, and halo-C₂-C₂₀-alkenyl; and

E⁵ is selected from the group consisting of C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl,
C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl, carbocyclyl, and heterocyclyl,
25 wherein:

the C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, C₂-C₂₀-alkynyl, C₁-C₂₀-alkoxy, or
C₁-C₂₀-alkoxy-C₁-C₂₀-alkyl optionally is substituted with one or more substituents
independently selected from the group consisting of halogen, -OH, -NO₂, and -CN,
and

30 the carbocyclyl or heterocyclyl optionally is substituted with one or more
substituents independently selected from the group consisting of halogen, -OH,

-NO₂, -CN, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl; and

5 R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl, and halo-C₁-C₈-alkyl; and

R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and

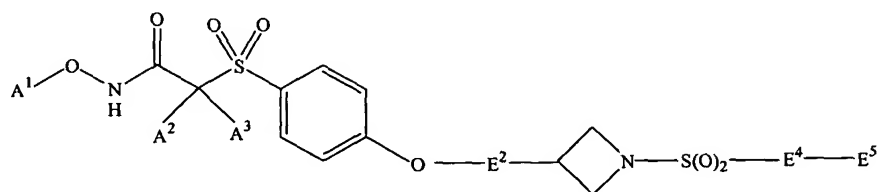
10 R⁵ and R⁶ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

15 R⁷ is selected from the group consisting of -H, C₁-C₆-alkyl, -O-R⁸, -N(R⁸)(R⁹), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl, carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and

20 R⁸ and R⁹ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

361. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 361-1:



25 (361-1); and

A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxycarbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclylloxycarbonyl, carbocyclylalkoxycarbonyl,

aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclylalkyl(thiocarbonyl), carbocyclylloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member

5 (except -H) of such group optionally is substituted; and

A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E² is selected from the group consisting of a bond, alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such
10 group optionally is substituted; and

E⁴ is selected from the group consisting of a bond, alkyl, and alkenyl, wherein the alkyl or alkenyl optionally is substituted; and

E⁵ is selected from the group consisting of substituted carbocyclyl and optionally-substituted heterocyclyl, wherein:

15 the carbocyclyl is substituted with:

2 or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, alkyl, haloalkyl, alkoxy, haloalkoxy, alkoxyalkyl, halogen-substituted alkoxyalkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclylalkyl, and halogen-substituted carbocyclylalkyl, or

a substituent selected from the group consisting of halogen, -OH, -NO₂, -CN, -C(O)-O-R³, -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclylalkyl, and halogen-substituted carbocyclylalkyl, and
25

the heterocyclyl optionally is substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, alkyl, haloalkyl, alkoxy, haloalkoxy, alkoxyalkyl, halogen-substituted alkoxyalkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclylalkyl, and halogen-substituted carbocyclylalkyl; and
30

R³ and R⁴ are independently selected from the group consisting of -H, alkyl, carbocyclyl, carbocyclylalkyl, heterocyclyl, and heterocyclylalkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

R⁵ is selected from the group consisting of -H, alkyl, -O-R⁶, -N(R⁶)(R⁷), carbocyclylalkyl, and heterocyclylalkyl, wherein the alkyl, carbocyclylalkyl, or heterocyclylalkyl optionally is substituted with one or more halogen; and

R⁶ and R⁷ are independently selected from the group consisting of -H, alkyl, carbocyclyl, carbocyclylalkyl, heterocyclyl, and heterocyclylalkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

10

362. A compound or salt thereof according to claim 361, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclylloxycarbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R⁸)(R⁹)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclylloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R⁸)(R⁹)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of a bond, C₁-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more halogen; and

E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, halo-C₁-C₂₀-alkyl, C₂-C₂₀-alkenyl, and halo-C₂-C₂₀-alkenyl; and

E⁵ is selected from the group consisting of substituted carbocyclyl and optionally-substituted heterocyclyl, wherein:

the carbocyclyl is substituted with:

2 or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy,

30

C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted
C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³,
carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and
halogen-substituted carbocyclyl-C₁-C₈-alkyl, or

5 a substituent selected from the group consisting of halogen,
-OH, -NO₂, -CN, -C(O)-O-R³, -S-R³, -S(O)₂-R³, carbocyclyl,
halocarbocyclyl, carbocyclyl-C₁-C₈-alkyl, and halogen-substituted
carbocyclyl-C₁-C₈-alkyl, and

10 the heterocyclyl optionally is substituted with one or more substituents
independently selected from the group consisting of halogen, -OH, -NO₂,
-CN, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy,
C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₆-alkyl,
-N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl,
carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₈-alkyl;

15 and

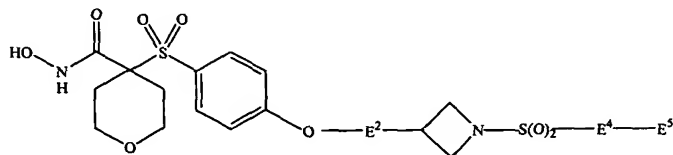
R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
any member (except -H) of such group optionally is substituted with one or more halogen;
and

20 R⁵ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁶, -N(R⁶)(R⁷),
carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl,
carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or
more halogen; and

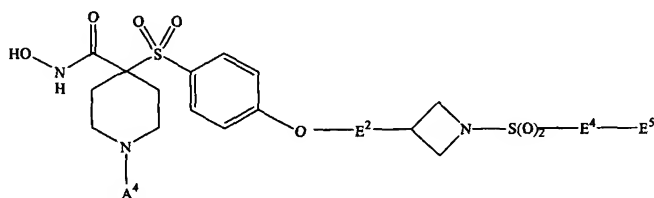
25 R⁶ and R⁷ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
any member (except -H) of such group optionally is substituted with one or more halogen;
and

30 R⁸ and R⁹ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and
carbocyclyl-C₁-C₈-alkoxycarbonyl.

363. A compound or salt thereof according to claim 362, wherein:
the compound corresponds in structure to a formula selected from the group
consisting of:



(363-1) and



(363-2); and

A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl, alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl, heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl, heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

364. A compound or salt thereof according to claim 363, wherein E⁵ is phenyl substituted with:

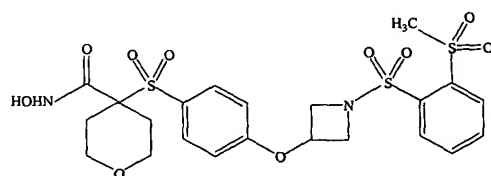
2 or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₆-alkyl, halo-C₁-C₆-alkyl, C₁-C₆-alkoxy, halo-C₁-C₆-alkoxy, C₁-C₆-alkoxy-C₁-C₆-alkyl, halogen-substituted C₁-C₆-alkoxy-C₁-C₆-alkyl, -N(R³)(R⁴), -C(O)(R⁵), -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl, or

a substituent selected from the group consisting of halogen, -OH, -NO₂, -CN, -C(O)-O-R³, -S-R³, -S(O)₂-R³, carbocyclyl, halocarbocyclyl, carbocyclyl-C₁-C₆-alkyl, and halogen-substituted carbocyclyl-C₁-C₆-alkyl.

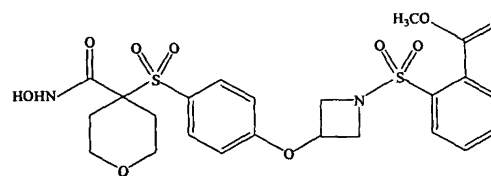
365. A compound or salt thereof according to claim 364, wherein E² is a bond.

366. A compound or salt thereof according to claim 365, wherein E⁴ is a bond.

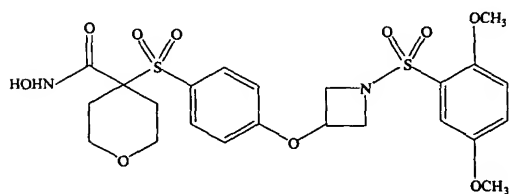
367. A compound or salt thereof according to claim 366, wherein the compound corresponds in structure to a formula selected from the group consisting of.



(367-1),

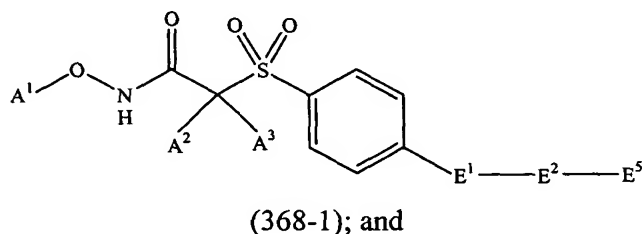


(367-2), and



(367-3).

368. A compound or salt thereof, wherein:
the compound corresponds in structure to Formula 368-1:



- 5 A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxy carbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy carbonyl, carbocyclylalkoxy carbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
- 10 heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and
- A² and A³, together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and
- 15 E¹ is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -S-, -N(R¹)-, -C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and
- E² is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and
- 20 E⁵ is substituted heterocyclyl; and
- R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and
- neither R¹ nor R² forms a ring structure with E⁵.

- 25 369. A compound or salt thereof according to claim 368, wherein:
A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxy carbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxy carbonyl,

carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl,
C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl),
carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl),
5 carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and
E² is selected from the group consisting of C₁-C₂₀-alkyl, cycloalkyl,
C₁-C₁₀-alkyl-cycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and
C₁-C₁₀-alkyl-cycloalkyl-C₁-C₁₀-alkyl, wherein the any member of such group optionally is
substituted with one or more halogen; and

10 E⁵ is heterocyclyl that is:
substituted with one or more substituents independently selected from the
group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl,
C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted
C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵, -S(O)₂-R⁵, carbocyclyl,
15 halocarbocyclyl, and carbocyclyl-C₁-C₆-alkyl, and/or

substituted on the same atom with two substituents independently selected
from the group consisting of alkyl and haloalkyl, the two substituents together
forming C₅-C₆-cycloalkyl or halo-C₅-C₆-cycloalkyl; and

R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl,
20 and halo-C₁-C₈-alkyl; and

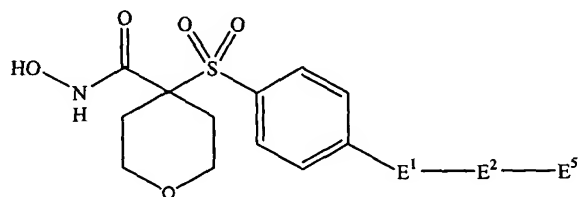
R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and
carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R⁵ and R⁶ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
25 carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
any member (except -H) of such group optionally is substituted with one or more halogen;
and

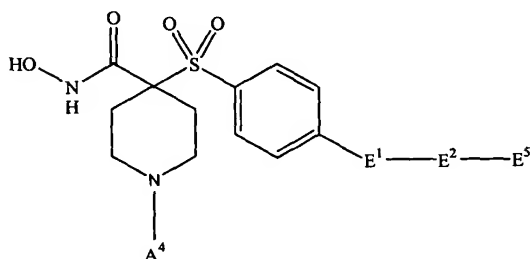
R⁷ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁸, -N(R⁸)(R⁹),
carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl,
30 carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or
more halogen; and

R^8 and R^9 are independently selected from the group consisting of -H, C_1 - C_8 -alkyl, carbocyclyl, carbocyclyl- C_1 - C_8 -alkyl, heterocyclyl, and heterocyclyl- C_1 - C_8 -alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

- 5 370. A compound or salt thereof according to claim 369, wherein:
the compound corresponds in structure to a formula selected from the group
consisting of:



(370-1) and



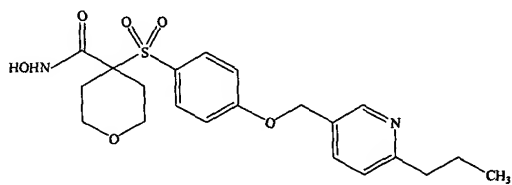
(370-2); and

- A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl, alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocycliloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl, heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl,
- 10
15
20

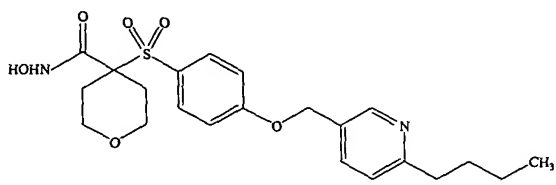
heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

5 any member (except -H) of such group optionally is substituted.

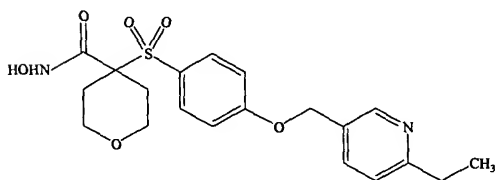
371. A compound or salt thereof according to claim 370, wherein the compound corresponds in structure to a formula selected from the group consisting of.



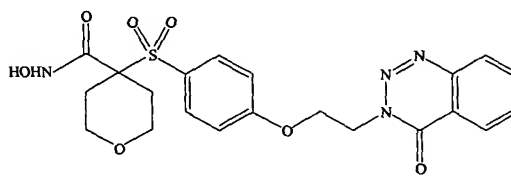
(371-1),



(371-2),



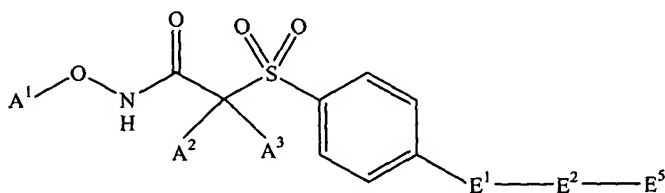
(371-3), and



(371-4).

10 372. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 372-1:



(372-1); and

15 A¹ is selected from the group consisting of -H, alkylcarbonyl, alkoxycarbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclylloxycarbonyl, carbocyclylalkoxycarbonyl, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),

heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl),
carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member
(except -H) of such group optionally is substituted; and

5 A^2 and A^3 , together with the carbon atom to which they are both attached, form an
optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

E^1 is selected from the group consisting of -O-, -S(O)₂-, -S(O)-, -N(R¹)-,
-C(O)-N(R¹)-, -N(R¹)-C(O)-, and -C(R¹)(R²)-; and

E^2 is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl,
cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally
10 is substituted; and

E^2 comprises at least two carbon atoms; and

E^5 is optionally-substituted heterocyclyl; and

R^1 and R^2 are independently selected from the group consisting of -H and alkyl,
wherein the alkyl optionally is substituted; and

15 neither R^1 nor R^2 forms a ring structure with E^5 .

373. A compound or salt thereof according to claim 372, wherein:

A^1 is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl,
C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl,
20 heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclyloxycarbonyl,
carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R³)(R⁴)-C₁-C₈-alkylcarbonyl,
C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl),
carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl),
25 carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R³)(R⁴)-C₁-C₈-alkyl(thiocarbonyl); and

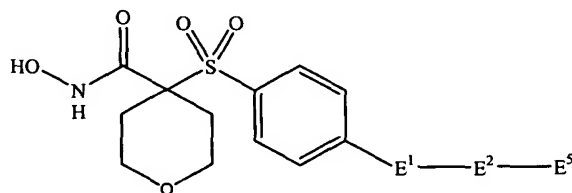
E^2 is selected from the group consisting of C₂-C₂₀-alkyl, cycloalkyl,
C₁-C₁₀-alkyl-cycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and
C₁-C₁₀-alkyl-cycloalkyl-C₁-C₁₀-alkyl, wherein the any member of such group optionally is
substituted with one or more halogen; and

30 E^5 is heterocyclyl that is:

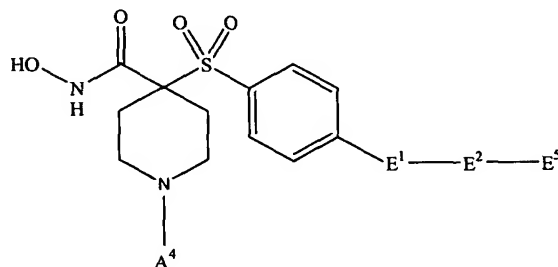
optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, keto, C₁-C₈-alkyl, halo-C₁-C₈-alkyl, C₁-C₈-alkoxy, halo-C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R⁵)(R⁶), -C(O)(R⁷), -S-R⁵,
5 -S(O)₂-R⁵, carbocyclyl, halocarbocyclyl, and carbocyclyl-C₁-C₆-alkyl, and/or optionally substituted on the same atom with two substituents independently selected from the group consisting of alkyl and haloalkyl, the two substituents together forming C₅-C₆-cycloalkyl or halo-C₅-C₆-cycloalkyl; and R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl,
10 and halo-C₁-C₈-alkyl; and R³ and R⁴ are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and R⁵ and R⁶ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
15 carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and R⁷ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R⁸, -N(R⁸)(R⁹), carbocyclyl-C₁-C₈-alkyl, and heterocyclyl-C₁-C₈-alkyl, wherein the C₁-C₈-alkyl,
20 carbocyclyl-C₁-C₈-alkyl, or heterocyclyl-C₁-C₈-alkyl optionally is substituted with one or more halogen; and R⁸ and R⁹ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

25

374. A compound or salt thereof according to claim 373, wherein:
the compound corresponds in structure to a formula selected from the group
consisting of:



(374-1) and

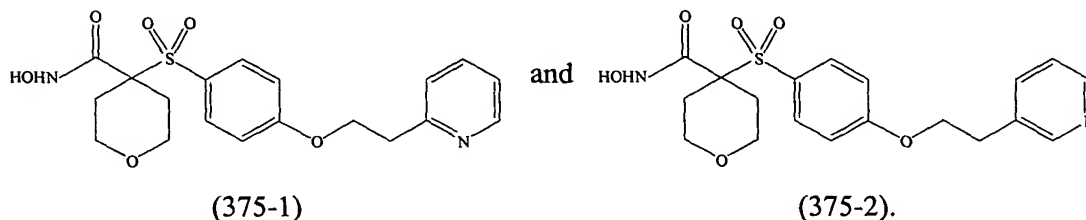


(374-2); and

A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl, alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl, heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl, heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

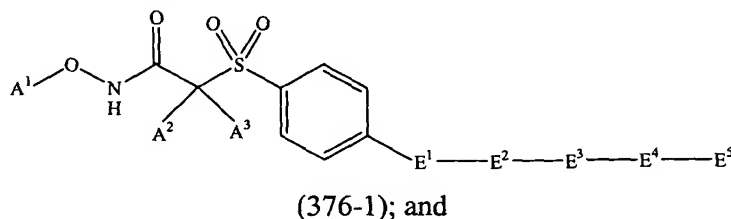
375. A compound or salt thereof according to claim 374, wherein the compound corresponds in structure to a formula selected from the group consisting of.



5

376. A compound or salt thereof, wherein:

the compound corresponds in structure to Formula 376-1:



10 A^1 is selected from the group consisting of -H, alkylcarbonyl, alkoxycarbonyl, carbocyclylcarbonyl, carbocyclylalkylcarbonyl, heterocyclylcarbonyl, heterocyclylalkylcarbonyl, carbocyclyloxy, carbocyclylalkoxy, aminoalkylcarbonyl, alkyl(thiocarbonyl), alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclylalkyl(thiocarbonyl), heterocyclyl(thiocarbonyl),
15 heterocyclylalkyl(thiocarbonyl), carbocyclyloxy(thiocarbonyl), carbocyclylalkoxy(thiocarbonyl), and aminoalkyl(thiocarbonyl), wherein any member (except -H) of such group optionally is substituted; and

A^2 and A^3 , together with the carbon atom to which they are both attached, form an optionally-substituted heterocyclyl containing from 5 to 8 ring members; and

20 E^1 is selected from the group consisting of -O-, $-S(O)_2$ -, $-S(O)$ -, -S-, $-N(R^1)$ -, $-C(O)-N(R^1)$ -, $-N(R^1)-C(O)$ -, and $-C(R^1)(R^2)$ -, and

E^2 is selected from the group consisting of alkyl, cycloalkyl, alkylcycloalkyl, cycloalkylalkyl, and alkylcycloalkylalkyl, wherein any member of such group optionally is substituted; and

E³ is selected from the group consisting of -C(O)-, -O-(CO)-, -C(O)-O-, -C(NR³)-, -N(R⁴)-, -N(R⁴)-C(NR³)-, -C(NR³)-N(R⁴)-, -C(O)-N(R⁴)-, -N(R⁴)-C(O)-, -N(R⁴)-C(O)-N(R⁵)-, -S-, -S(O)-, -N(R⁴)-S(O)₂-, -S(O)₂-N(R⁴)-, -C(O)-N(R⁴)-N(R⁵)-C(O)-, -C(R⁴)(R⁶)-C(O)-, and -C(R⁷)(R⁸)-; and

5 E⁴ is selected from the group consisting of a bond, alkyl, and alkenyl, wherein the alkyl or alkenyl optionally is substituted; and

E⁵ is selected from the group consisting of carbocyclyl and heterocyclyl, wherein the carbocyclyl and heterocyclyl are:

substituted with a substituent selected from the group consisting of
10 optionally-substituted carbocyclyl, optionally-substituted carbocyclylalkyl, optionally-substituted heterocyclyl, and optionally-substituted heterocyclylalkyl, and

optionally substituted with one or more substituents independently selected from the group consisting of halogen, -OH, -NO₂, -CN, alkyl, alkoxy, alkoxyalkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹, carbocyclyl, carbocyclylalkyl, haloalkyl, haloalkoxy, halogen-substituted alkoxyalkyl, halocarbocyclyl, halogen-substituted carbocyclylalkyl, hydroxycarbocyclyl, and heteroaryl; and
15 R¹ and R² are independently selected from the group consisting of -H and alkyl, wherein the alkyl optionally is substituted; and

20 R³ is selected from the group consisting of -H and -OH; and

R⁴ and R⁵ are independently selected from the group consisting of -H, alkyl, carbocyclyl, carbocyclylalkyl, heterocyclyl, and heterocyclylalkyl, wherein any member (except -H) of such group optionally is substituted; and

R⁶ is selected from the group consisting of -CN and -OH; and

25 R⁷ is selected from the group consisting of -H, halogen, -OH, alkyl, alkoxy, and alkoxyalkyl, wherein the alkyl, alkoxy, or alkoxyalkyl optionally is substituted; and

R⁸ is selected from the group consisting of -OH and alkoxy, wherein the alkoxy optionally is substituted; and

R¹¹ and R¹² are independently selected from the group consisting of -H,
30 C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and

heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

R¹³ is selected from the group consisting of -H, C₁-C₈-alkyl, -O-R¹⁴, -N(R¹⁴)(R¹⁵), carbocyclyl-C₁-C₈-alkyl, heterocyclyl-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halogen-substituted carbocyclyl-C₁-C₈-alkyl, and halogen-substituted heterocyclyl-C₁-C₈-alkyl; and

R¹⁴ and R¹⁵ are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

neither R¹ nor R² forms a ring structure with E², E³, E⁴, or E⁵; and
neither R⁴ nor R⁵ forms a ring structure with E², E⁴, or E⁵.

377. A compound or salt thereof according to claim 376, wherein:

A¹ is selected from the group consisting of -H, C₁-C₈-alkylcarbonyl, C₁-C₈-alkoxycarbonyl, carbocyclylcarbonyl, carbocyclyl-C₁-C₈-alkylcarbonyl, heterocyclylcarbonyl, heterocyclyl-C₁-C₈-alkylcarbonyl, carbocyclcyloxy carbonyl, carbocyclyl-C₁-C₈-alkoxycarbonyl, N(R⁹)(R¹⁰)-C₁-C₈-alkylcarbonyl, C₁-C₈-alkyl(thiocarbonyl), C₁-C₈-alkoxy(thiocarbonyl), carbocyclyl(thiocarbonyl), carbocyclyl-C₁-C₈-alkyl(thiocarbonyl), heterocyclyl(thiocarbonyl), heterocyclyl-C₁-C₈-alkyl(thiocarbonyl), carbocyclcyloxy(thiocarbonyl), carbocyclyl-C₁-C₈-alkoxy(thiocarbonyl), and N(R⁹)(R¹⁰)-C₁-C₈-alkyl(thiocarbonyl); and

E² is selected from the group consisting of C₂-C₂₀-alkyl, cycloalkyl, C₁-C₁₀-alkylcycloalkyl, cycloalkyl-C₁-C₁₀-alkyl, and C₁-C₁₀-alkylcycloalkyl-C₁-C₁₀-alkyl, wherein any member of such group optionally is substituted with one or more substituents independently selected from the group consisting of halogen, C₁-C₆-alkyl, and halo-C₁-C₆-alkyl; and

E⁴ is selected from the group consisting of a bond, C₁-C₂₀-alkyl, and C₂-C₂₀-alkenyl, wherein the C₁-C₂₀-alkyl or C₂-C₂₀-alkenyl optionally is substituted with one or more substituents independently selected from the group consisting of:
halogen, and

carbocyclyl optionally substituted with one or more substituents
independently selected from the group consisting of halogen, -OH, -NO₂, -CN,
C₁-C₈-alkyl, C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, carbocyclyl,
carbocyclyl-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy, halogen-substituted
5 C₁-C₈-alkoxy-C₁-C₈-alkyl, halocarbocyclyl, and halogen-substituted
carbocyclyl-C₁-C₈-alkyl; and

E⁵ is selected from the group consisting of carbocyclyl and heterocyclyl, wherein
the carbocyclyl and heterocyclyl are:

substituted with a substituent selected from the group consisting of
10 optionally-substituted carbocyclyl, optionally-substituted carbocyclyl-C₁-C₈-alkyl,
optionally-substituted heterocyclyl, and optionally-substituted
heterocyclyl-C₁-C₈-alkyl, and

optionally substituted with one or more substituents independently selected
from the group consisting of halogen, -OH, -NO₂, -CN, C₁-C₈-alkyl, C₁-C₈-alkoxy,
15 C₁-C₈-alkoxy-C₁-C₈-alkyl, -N(R¹¹)(R¹²), -C(O)(R¹³), -S-R¹¹, -S(O)₂-R¹¹,
carbocyclyl, carbocyclyl-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy,
halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl, halocarbocyclyl,
halogen-substituted carbocyclyl-C₁-C₈-alkyl, hydroxycarbocyclyl, and heteroaryl;
and

20 R¹ and R² are independently selected from the group consisting of -H, C₁-C₈-alkyl,
and halo-C₁-C₈-alkyl; and

R⁴ and R⁵ are independently selected from the group consisting of -H, C₁-C₈-alkyl,
carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein
any member (except -H) of such group optionally is substituted with one or more halogen;
25 and

R⁷ is selected from the group consisting of -H, halogen, -OH, C₁-C₈-alkyl,
C₁-C₈-alkoxy, C₁-C₈-alkoxy-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halo-C₁-C₈-alkoxy, and
halogen-substituted C₁-C₈-alkoxy-C₁-C₈-alkyl; and

R⁸ is selected from the group consisting of -OH, C₁-C₈-alkoxy, and
30 halo-C₁-C₈-alkoxy; and

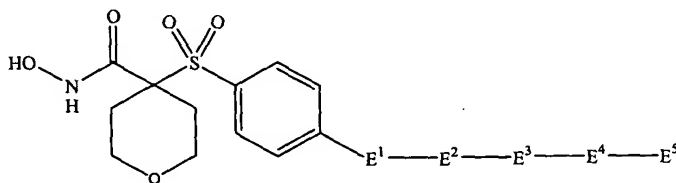
R^9 and R^{10} are independently selected from the group consisting of -H, C₁-C₈-alkyl, C₁-C₈-alkoxycarbonyl, C₁-C₈-alkylcarbonyl, carbocyclyl-C₁-C₈-alkyl, and carbocyclyl-C₁-C₈-alkoxycarbonyl; and

R^{11} and R^{12} are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen; and

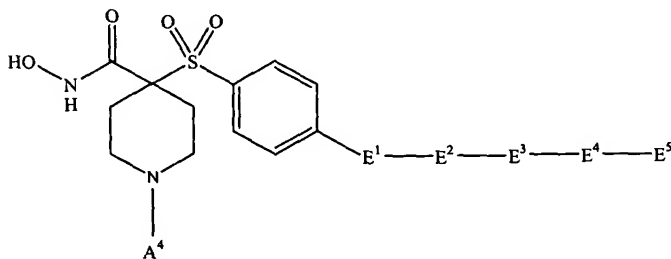
R^{13} is selected from the group consisting of -H, C₁-C₈-alkyl, -O- R^{14} , -N(R^{14})(R^{15}), carbocyclyl-C₁-C₈-alkyl, heterocyclyl-C₁-C₈-alkyl, halo-C₁-C₈-alkyl, halogen-substituted carbocyclyl-C₁-C₈-alkyl, and halogen-substituted heterocyclyl-C₁-C₈-alkyl; and

R^{14} and R^{15} are independently selected from the group consisting of -H, C₁-C₈-alkyl, carbocyclyl, carbocyclyl-C₁-C₈-alkyl, heterocyclyl, and heterocyclyl-C₁-C₈-alkyl, wherein any member (except -H) of such group optionally is substituted with one or more halogen.

378. A compound or salt thereof according to claim 377, wherein:
the compound corresponds in structure to a formula selected from the group consisting of:



(378-1) and

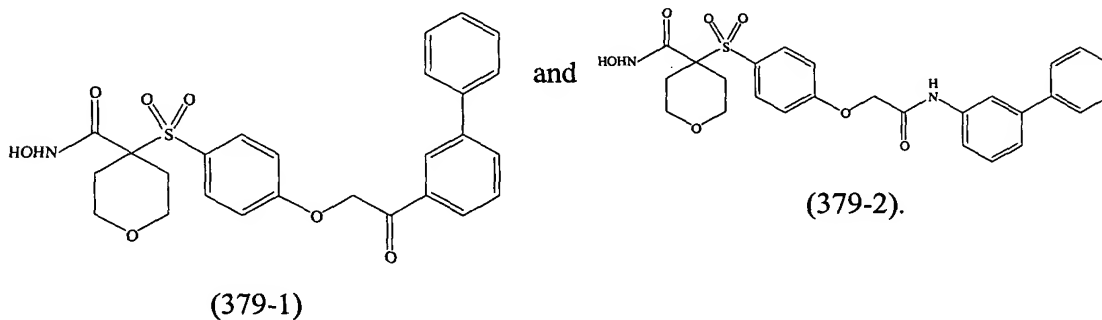


(378-2); and

A⁴ is selected from the group consisting of -H, alkyl, alkylcarbonyl, alkylcarbonylalkyl, alkylcarbonylalkylcarbonyl, alkoxycarbonyl, alkoxycarbonylalkyl, alkoxycarbonylalkylcarbonyl, alkylsulfonyl, alkyliminocarbonyl, alkenyl, alkynyl, alkoxyalkyl, alkylthioalkyl, alkylsulfonylalkyl, alkylsulfoxidoalkyl, alkylthioalkenyl, alkylsulfoxidoalkenyl, alkylsulfonylalkenyl, carbocyclyl, carbocyclylalkyl, carbocyclylalkoxyalkyl, carbocyclylcarbonyl, carbocyclylsulfonyl, carbocyclyliminocarbonyl, carbocyclylloxycarbonyl, carbocyclylthioalkyl, carbocyclylsulfoxidoalkyl, carbocyclylsulfonylalkyl, carbocyclylthioalkenyl, carbocyclylsulfoxidoalkenyl, carbocyclylsulfonylalkenyl, heterocyclyl, heterocyclylalkyl, heterocyclylalkoxyalkyl, heterocyclylcarbonyl, heterocyclylthioalkyl, heterocyclylsulfoxidoalkyl, heterocyclylsulfonylalkyl, heterocyclylthioalkenyl, heterocyclylsulfoxidoalkenyl, heterocyclylsulfonylalkenyl, heterocyclylsulfonyl, heterocyclyliminocarbonyl, heterocyclylalkylcarbonyl, heterocyclylcarbonylalkylcarbonyl, heterocyclylsulfonyl, heterocyclylcarbonylalkyl, aminoalkylcarbonyl, aminocarbonyl, aminocarbonylalkylcarbonyl, aminosulfonyl, aminosulfonylalkyl, aminoalkyl, aminocarbonylalkyl, and aminoalkylsulfonyl, wherein:

any member (except -H) of such group optionally is substituted.

379. A compound or salt thereof according to claim 378, wherein the compound corresponds in structure to a formula selected from the group consisting of.



380. A method for preventing or treating a condition associated with pathological matrix metalloprotease activity in a mammal having the condition or predisposed to having the condition, wherein:

the method comprises administering a compound or a pharmaceutically acceptable salt thereof in a therapeutically-effective amount to the mammal; and

the compound is selected from the group of compounds recited in claims 1, 122, 225, 235, 250, 260, 267, 296, 303, 308, 322, 335, 337, 344, 354, 359, 361, 368, 372, and
5 376.

381. A method according to claim 380, wherein the compound or salt inhibits the activity of one or more of MMP-2, MMP-9, and MMP-13, while exhibiting substantially less inhibitory activity against both MMP-1 and MMP-14.
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382. A method according to claim 381, wherein the compound or salt inhibits the activity of MMP-13, while exhibiting substantially less inhibitory activity against both MMP-1 and MMP-14.

15 383. A method according to claim 382, wherein the pathological condition comprises arthritis or a cardiovascular condition.

384. A method according to claim 381, wherein the compound or salt inhibits the activity of both MMP-2 and MMP-9, while exhibiting substantially less inhibitory
20 activity against both MMP-1 and MMP-14.

385. A method according to claim 384, wherein the pathological condition comprises cancer, an ophthalmologic condition, or a cardiovascular condition.

25 386. A method for preventing or treating a pathological condition in a mammal having the pathological condition or predisposed to having the pathological condition, wherein:

the method comprises administering a compound or a pharmaceutically acceptable salt thereof in a therapeutically-effective amount to the mammal; and

the compound is selected from the group of compounds recited in claims 1, 122, 225, 235, 250, 260, 267, 296, 303, 308, 322, 335, 337, 344, 354, 359, 361, 368, 372, and 376; and

the pathological condition is selected from the group consisting of tissue
5 destruction, a fibrotic disease, matrix weakening, defective injury repair, a cardiovascular disease, a pulmonary disease, a kidney disease, a liver disease, an ophthalmologic disease, and a central nervous system disease.

387. A method for preventing or treating a pathological condition in a mammal
10 having the pathological condition or predisposed to having the pathological condition, wherein:

the method comprises administering a compound or a pharmaceutically acceptable salt thereof in a therapeutically-effective amount to the mammal; and

the compound is selected from the group of compounds recited in claims 1, 122,
15 225, 235, 250, 260, 267, 296, 303, 308, 322, 335, 337, 344, 354, 359, 361, 368, 372, and 376; and

the pathological condition is selected from the group consisting of osteoarthritis, rheumatoid arthritis, septic arthritis, tumor invasion, tumor metastasis, tumor angiogenesis, a decubitis ulcer, a gastric ulcer, a corneal ulcer, periodontal disease, liver
20 cirrhosis, fibrotic lung disease, otosclerosis, atherosclerosis, multiple sclerosis, dilated cardiomyopathy, epidermal ulceration, epidermolysis bullosa, aortic aneurysm, defective injury repair, an adhesion, scarring, congestive heart failure, post myocardial infarction, coronary thrombosis, emphysema, proteinuria, Alzheimer's disease, bone disease, and chronic obstructive pulmonary disease.

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388. A method for preventing or treating a pathological condition associated with pathological TNF- α convertase activity in a mammal having the pathological condition or predisposed to having the condition, wherein:

the method comprises administering a compound or a pharmaceutically acceptable
30 salt thereof in a therapeutically-effective amount to the mammal; and

the compound is selected from the group of compounds recited in claims 1, 122, 225, 235, 250, 260, 267, 296, 303, 308, 322, 335, 337, 344, 354, 359, 361, 368, 372, and 376.

5 389. A method according to claim 388, wherein the pathological condition is selected from the group consisting of inflammation, a pulmonary disease, a cardiovascular disease, an autoimmune disease, graft rejection, a fibrotic disease, multiple sclerosis, cancer, an infectious disease, fever, psoriasis, hemorrhage, coagulation, radiation damage, acute-phase responses of shock and sepsis, anorexia, and cachexia.

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390. A method for preventing or treating a pathological condition associated with pathological aggrecanase activity in a mammal having the pathological condition or predisposed to having the condition, wherein:

15 the method comprises administering a compound or a pharmaceutically acceptable salt thereof in a therapeutically-effective amount to the mammal; and

 the compound is selected from the group of compounds recited in claims 1, 122, 225, 235, 250, 260, 267, 296, 303, 308, 322, 335, 337, 344, 354, 359, 361, 368, 372, and 376.

20 391. A method according to claim 390, wherein the condition comprises an inflammation condition or cancer.

392. A method according to claim 390, wherein the method further comprises administering the compound or salt thereof to prevent or treat a condition associated with
25 matrix metalloprotease activity.

393. A pharmaceutical composition comprising a therapeutically-effective amount of a compound or a pharmaceutically-acceptable salt thereof, wherein the compound is selected from the group of compounds recited in claims 1, 122, 225, 235,
30 250, 260, 267, 296, 303, 308, 322, 335, 337, 344, 354, 359, 361, 368, 372, and 376.